MARVEL
VENOM
DEVIL'S PACK
CULLEN BUNN • THONY SILAS

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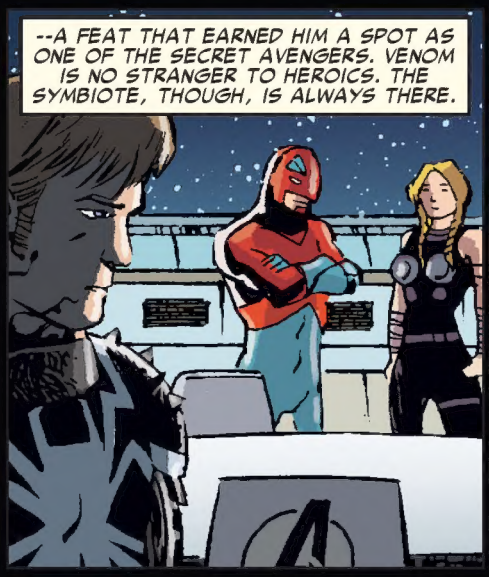
Eugene "Flash" Thompson was a high-school-bully-turned war hero, inspired by the Amazing Spider-Man to get his act together. When he lost both legs in combat, his country gave him a chance to serve again, bonding him with the alien parasite suit that grants its host powers similar to Spider-Man. From that day on, he was the Secret Avenger known as...

VENOM

PREVIOUSLY...

AFTER RELENTLESS TORMENT, FLASH THOMPSON FINALLY SAVED HIS GIRLFRIEND, BETTY BRANT, AND DEFEATED THE SAVAGE SIX AND THEIR LEADER, CRIME-MASTER.


--A FEAT THAT EARNED HIM A SPOT AS ONE OF THE SECRET AVENGERS. VENOM IS NO STRANGER TO HEROICS. THE SYMBIOTE, THOUGH, IS ALWAYS THERE.

YOU KNOW WHAT'S NOT AS GLAMOROUS AS I THOUGHT IT WOULD BE?
BEING A SUPER HERO.
ALONE IN AN ABANDONED PARKING GARAGE. LURKING IN THE SHADOWS.
NOT THE STUFF OF LEGEND.
BUT I CHOSE EVERY STEP I TOOK ALONG THIS PATH. AND EVERY STEP LED HERE.
BACK IN THE DAY, I WAS YOUR TYPICAL ALL-STAR HIGH SCHOOL JOCK. QUARTERBACK. POPULAR. NOT HALF BAD WITH THE LADIES.
AND I WAS STILL SO ANGRY THAT I SPENT EVERY FREE MOMENT TORTURING GUYS LIKE "PUNY" PETER PARKER.
BUT IT WASN'T ANGER, WAS IT?
IT WAS FEAR.
A FEAR OF BEING POWERLESS.

IT'S NO WONDER I LOOKED UP TO GUYS LIKE *SPIDER-MAN*.

GUYS LIKE HIM... HEROES...WERE *ALWAYS* IN CONTROL...

...*NEVER* SCARED.

IT WAS THAT ADMIRATION...THAT BORDERLINE HERO-WORSHIP...THAT SET ME ON THE STRAIGHT AND NARROW.

CORPORAL EUGENE "FLASH" THOMPSON.

IT WAS ME TRYING TO BE A HERO THAT COST ME MY LEGS.

BUT DESPITE MY INJURIES, I GOT MY SHOT AT THE BIG LEAGUES WHEN I WAS CHOSEN FOR *PROJECT: REBIRTH*.

SPORTING A "TAMED" *ALIEN SYMBIOTE* THAT RESTORED MY LEGS WHILE I WORE IT, I BECAME A KIND OF MILITARY-GRADE SPIDER-MAN.

AGENT VENOM.

I GAVE IT MY ALL.

EVEN MANAGED TO SAVE THE WORLD.

SUDDENLY, I WAS A *REAL* SUPER HERO...ENDORSED BY *CAPTAIN AMERICA* HIMSELF...

A MEMBER OF THE *SECRET AVENGERS*.

BUT I'M JUST A REGULAR GUY. THE PRESSURE... THE *RESPONSIBILITY*... NEARLY CRUSHED ME.

I MADE MISTAKES.

PUT MY FRIENDS AND FAMILY IN DANGER.

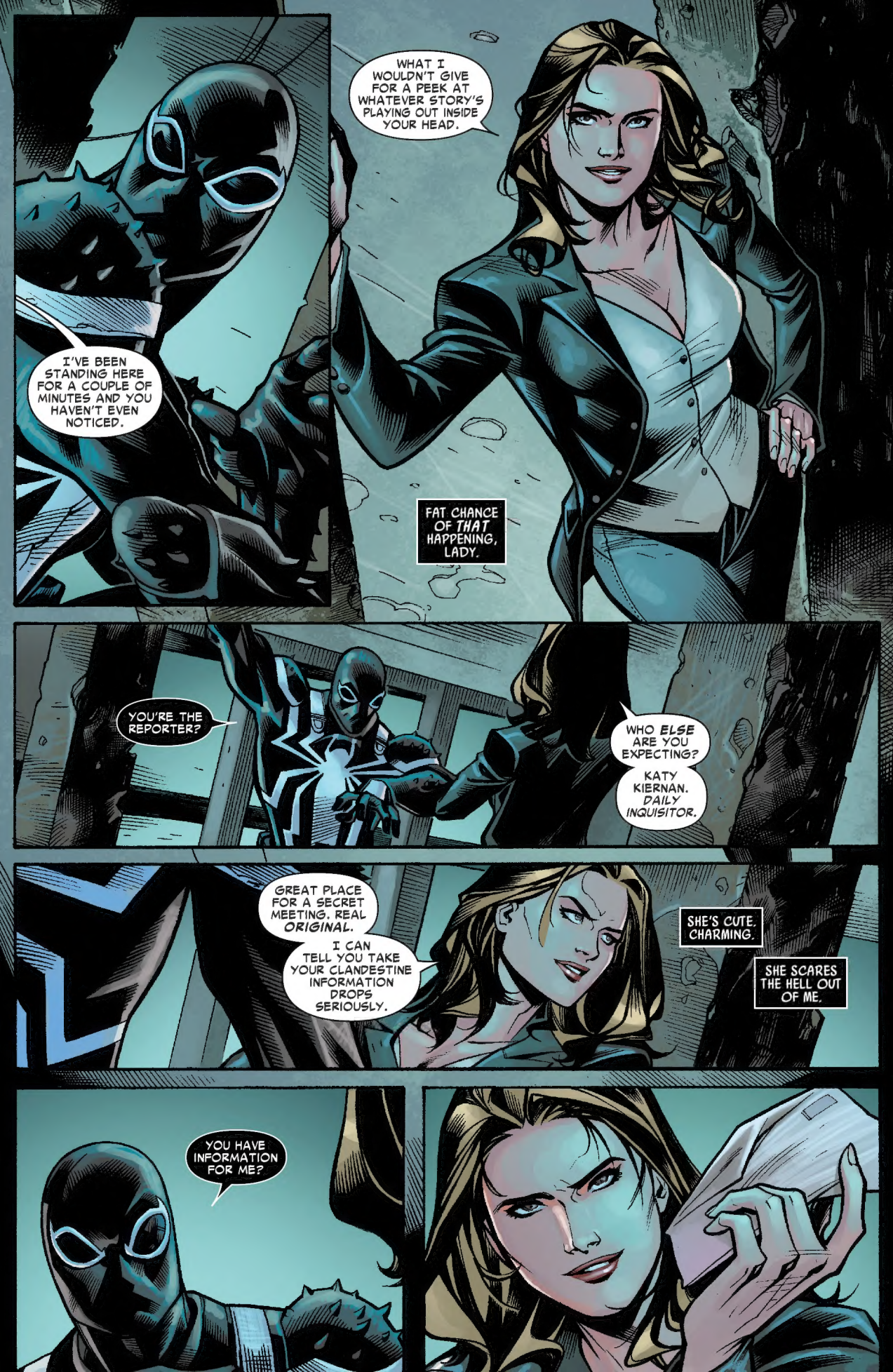
SECOND CHANCES ARE ONLY HALF AS COMMON AS *SQUANDERED* SECOND CHANCES.

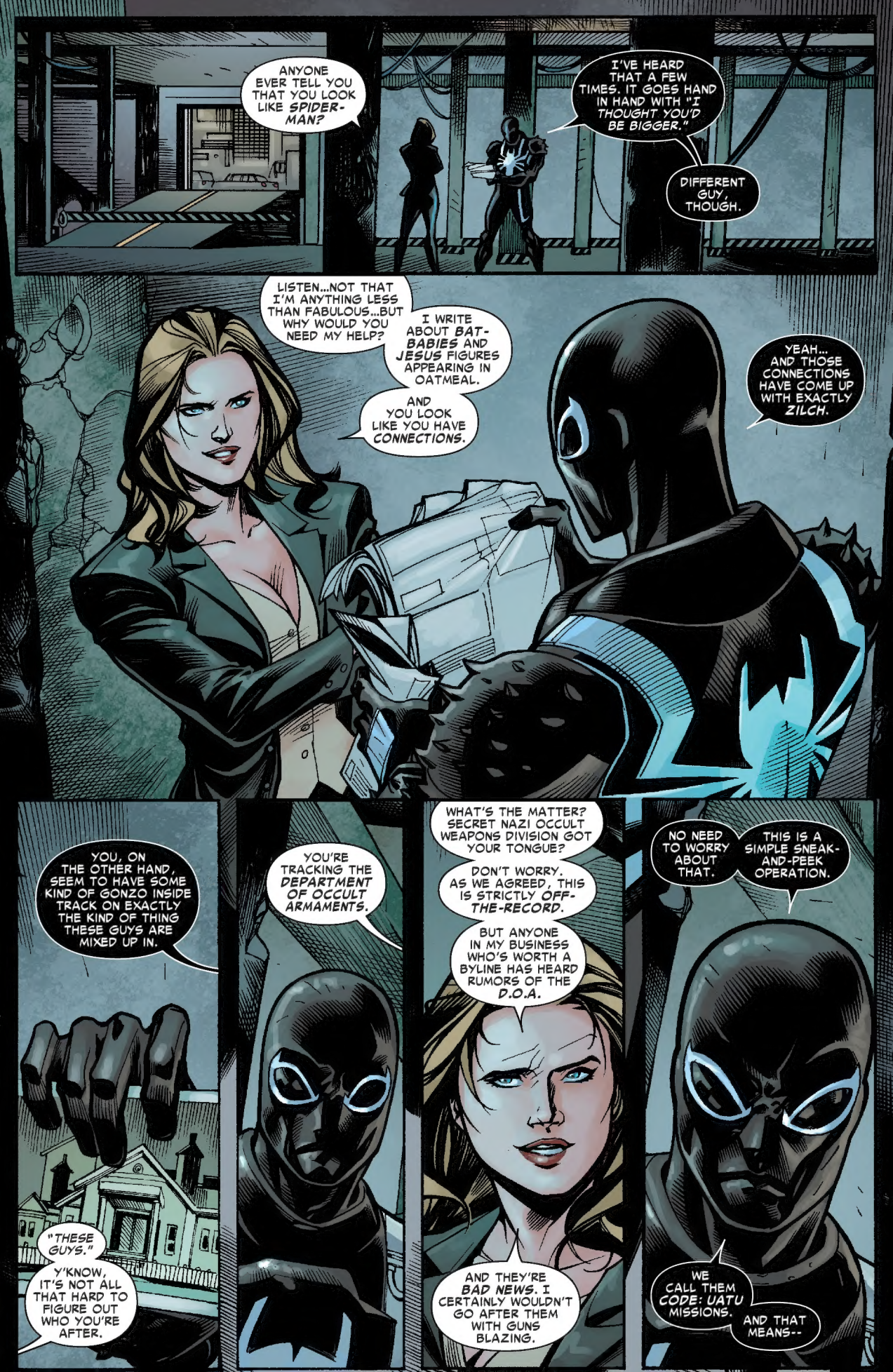
I'M GONNA SOUND THIS OUT NICE AND SLOW, THOMPSON, AND I HOPE IT SINKS IN.

YOU'RE ON RECON DUTY ONLY. *DO NOT* ENGAGE THE ENEMY.

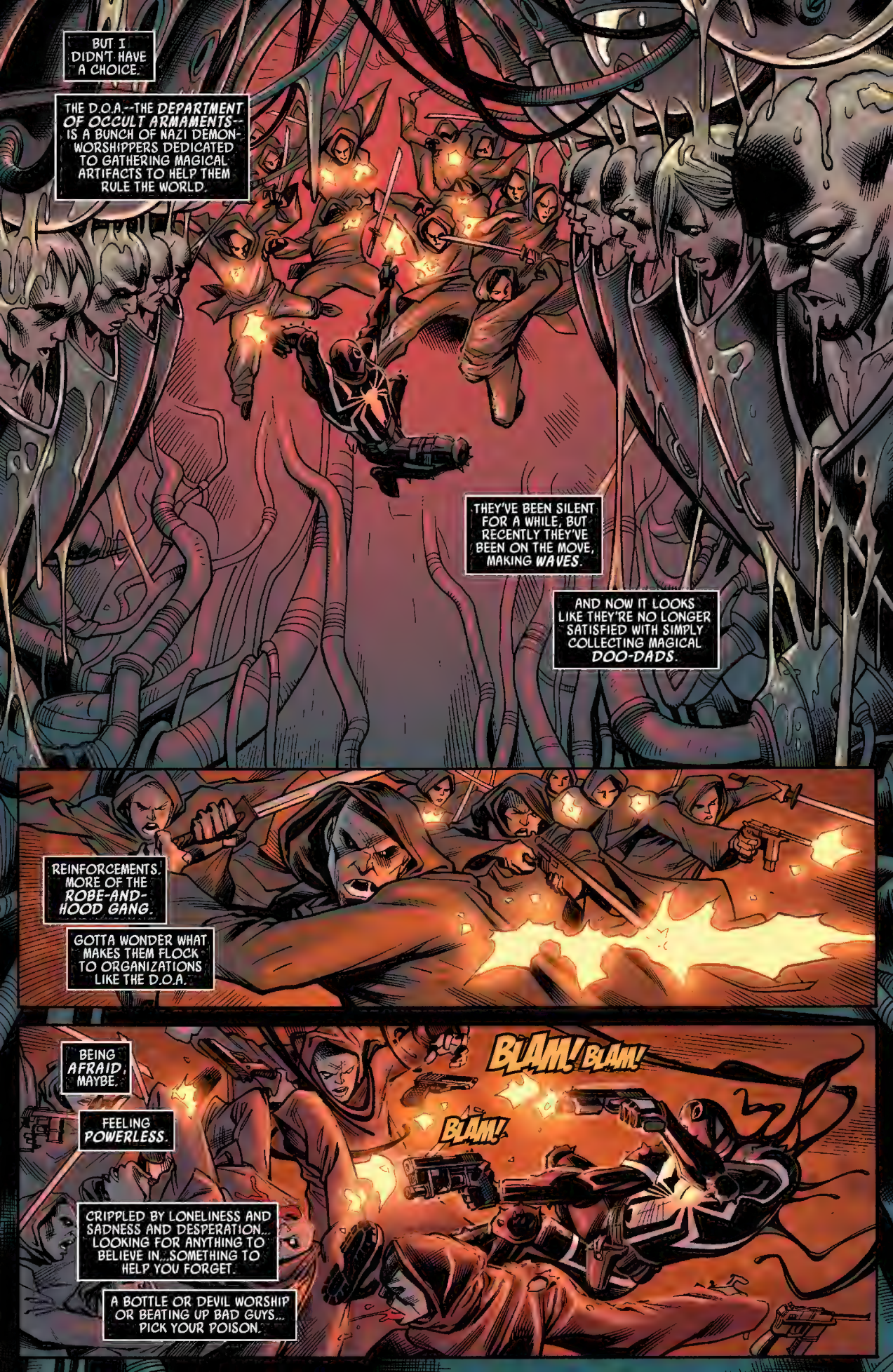
I DON'T INTEND TO BLOW THIS OPPORTUNITY... NOT AGAIN.

"WOW."

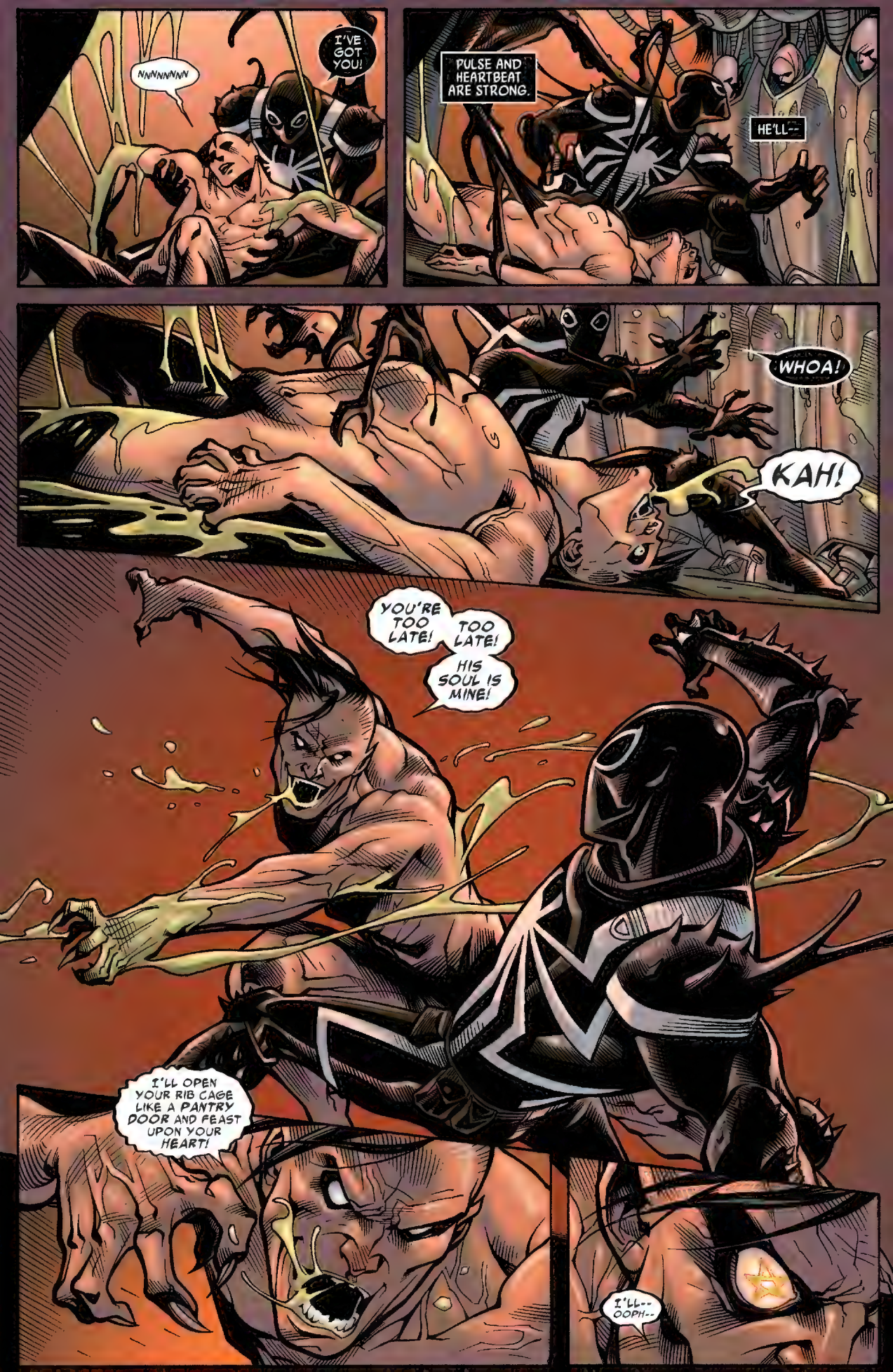

I'VE BEEN STANDING HERE FOR A COUPLE OF MINUTES AND YOU HAVEN'T EVEN NOTICED.
WHAT I WOULDN'T GIVE FOR A PEEK AT WHATEVER STORY'S PLAYING OUT INSIDE YOUR HEAD.
FAT CHANCE OF *THAT* HAPPENING, LADY.
YOU'RE THE REPORTER?
WHO *ELSE* ARE YOU EXPECTING?
KATY KIERNAN. *DAILY INQUISITOR.*
GREAT PLACE FOR A SECRET MEETING. REAL *ORIGINAL.*
I CAN TELL YOU TAKE YOUR CLANDESTINE INFORMATION DROPS SERIOUSLY.
SHE'S CUTE. CHARMING.
SHE SCARES THE HELL OUT OF ME.
YOU HAVE INFORMATION FOR ME?


ANYONE EVER TELL YOU THAT YOU LOOK LIKE SPIDER-MAN?
I'VE HEARD THAT A FEW TIMES. IT GOES HAND IN HAND WITH "I THOUGHT YOU'D BE BIGGER."
DIFFERENT GUY, THOUGH.
LISTEN...NOT THAT I'M ANYTHING LESS THAN FABULOUS...BUT WHY WOULD YOU NEED MY HELP?
I WRITE ABOUT BAT-BABIES AND JESUS FIGURES APPEARING IN OATMEAL.
AND YOU LOOK LIKE YOU HAVE CONNECTIONS.
YEAH... AND THOSE CONNECTIONS HAVE COME UP WITH EXACTLY ZILCH.
YOU, ON THE OTHER HAND, SEEM TO HAVE SOME KIND OF GONZO INSIDE TRACK ON EXACTLY THE KIND OF THING THESE GUYS ARE MIXED UP IN.
"THESE GUYS."
Y'KNOW, IT'S NOT ALL THAT HARD TO FIGURE OUT WHO YOU'RE AFTER.
YOU'RE TRACKING THE DEPARTMENT OF OCCULT ARMAMENTS.
WHAT'S THE MATTER? SECRET NAZI OCCULT WEAPONS DIVISION GOT YOUR TONGUE?
DON'T WORRY. AS WE AGREED, THIS IS STRICTLY OFF-THE-RECORD.
BUT ANYONE IN MY BUSINESS WHO'S WORTH A BYLINE HAS HEARD RUMORS OF THE D.O.A.
AND THEY'RE BAD NEWS. I CERTAINLY WOULDN'T GO AFTER THEM WITH GUNS BLAZING.
NO NEED TO WORRY ABOUT THAT.
THIS IS A SIMPLE SNEAK-AND-PEEK OPERATION.
WE CALL THEM CODE: UATU MISSIONS.
AND THAT MEANS--

"--DO NOT ENGAGE."
BLAM! BLAM!
BLAM! BLAM!
OKAY. SO I FUMBLED THE BALL ON THAT ONE.
I'M ALREADY ON THIN ICE WITH HAWKEYE, AND THIS IS GONNA PISS HIM OFF.
BLAM!
BLAM! BLAM!
BLAM!
BLAM! BLAM!
BLAM!
BLAM!
LOST CONTACT WITH CONTROL WITHIN SECONDS OF WALKING THROUGH THE DOOR.
SOME SORT OF SIGNAL-SCRAMBLER, MAYBE?
I'VE GOT NOTHING ON THE COMM BUT STATIC... AND WHAT SOUNDS LIKE SCREAMING BABIES.
HAD TO MAKE A JUDGMENT CALL.
BLAM! BLAM!
BLAM!
ADMITTEDLY, NOT MY STRONG SUIT.

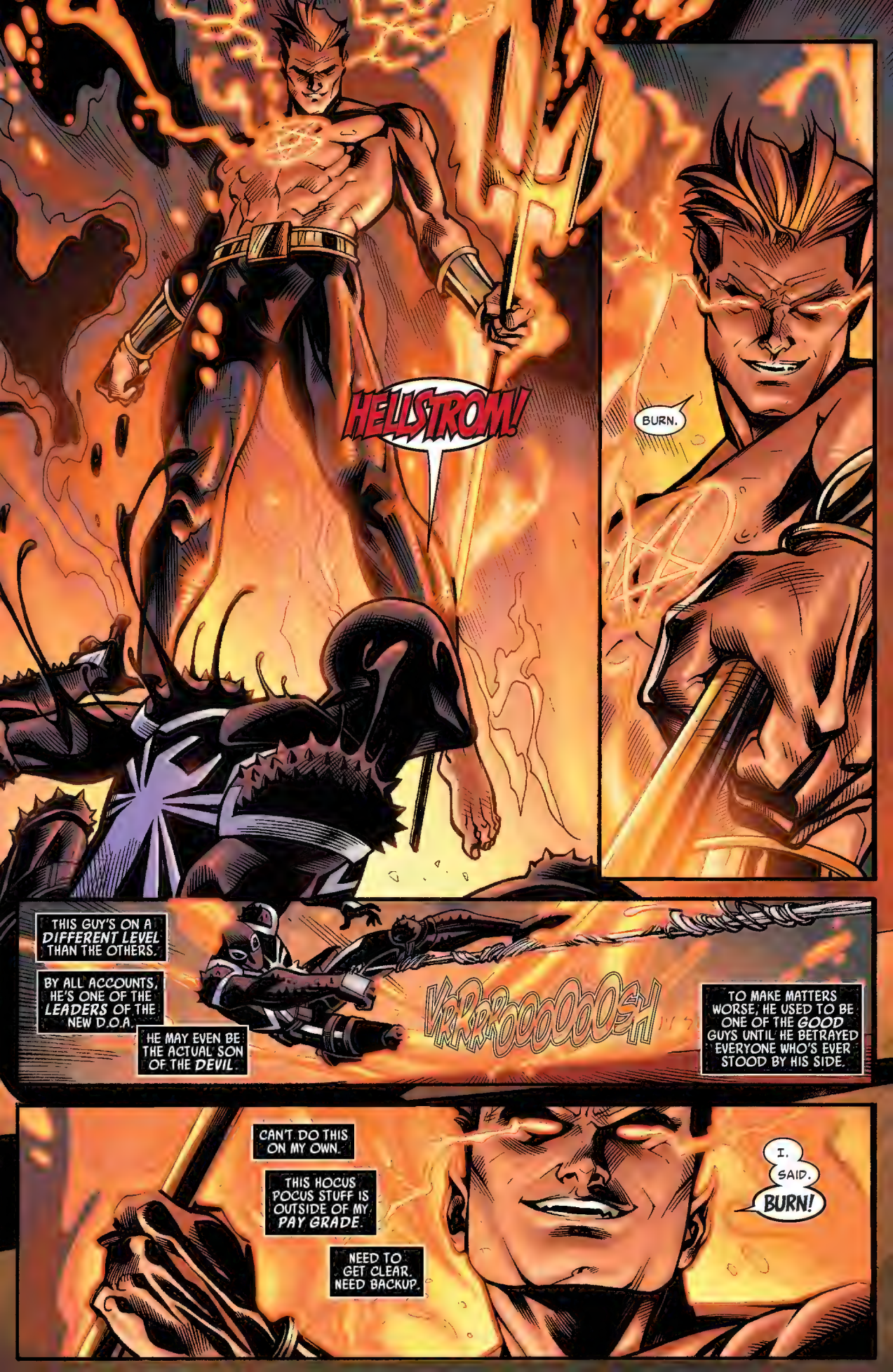

BUT I DIDN'T HAVE A CHOICE.
THE D.O.A.--THE DEPARTMENT OF OCCULT ARMAMENTS--IS A BUNCH OF NAZI DEMON-WORSHIPPERS DEDICATED TO GATHERING MAGICAL ARTIFACTS TO HELP THEM RULE THE WORLD.
THEY'VE BEEN SILENT FOR A WHILE, BUT RECENTLY THEY'VE BEEN ON THE MOVE, MAKING WAVES.
AND NOW IT LOOKS LIKE THEY'RE NO LONGER SATISFIED WITH SIMPLY COLLECTING MAGICAL DOO-DADS.
REINFORCEMENTS. MORE OF THE ROBE-AND-HOOD GANG.
GOTTA WONDER WHAT MAKES THEM FLOCK TO ORGANIZATIONS LIKE THE D.O.A.
BEING AFRAID, MAYBE.
FEELING POWERLESS.
CRIPPLED BY LONELINESS AND SADNESS AND DESPERATION... LOOKING FOR ANYTHING TO BELIEVE IN...SOMETHING TO HELP YOU FORGET.
A BOTTLE OR DEVIL WORSHIP OR BEATING UP BAD GUYS... PICK YOUR POISON.
BLAM! BLAM!
BLAM!

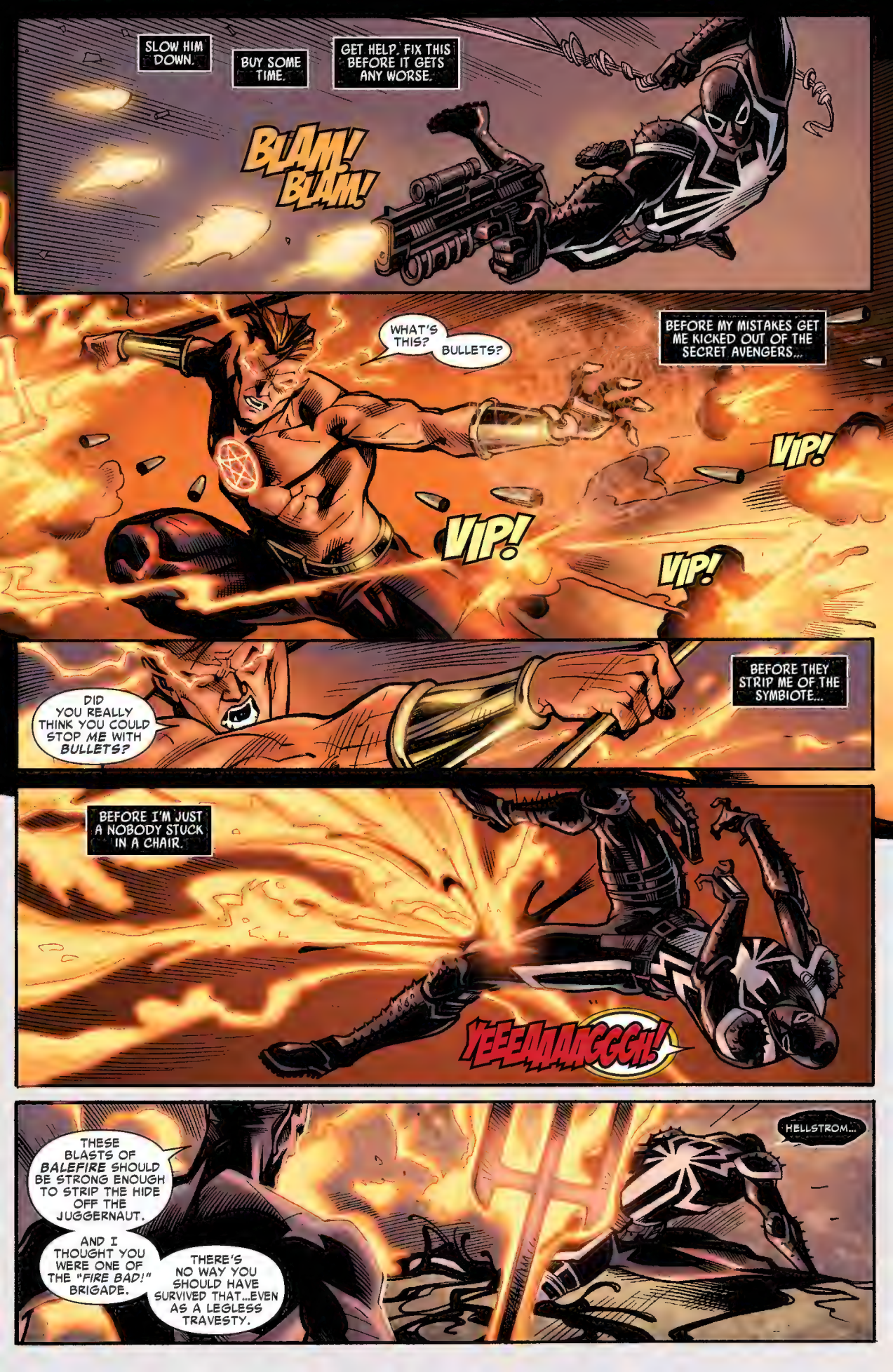
BEEN THERE, DONE THAT.
NOT SURE WHAT THEY'RE DOING TO THESE PEOPLE, BUT I'LL BE DAMNED IF I'M GOING TO WATCH WHILE IT HAPPENS.
HANG ON.
I'M GONNA GET YOU OUT OF THERE.
HRRR...
RRRNNNNCH!
I'M GONNA GET YOU ALL OUT.

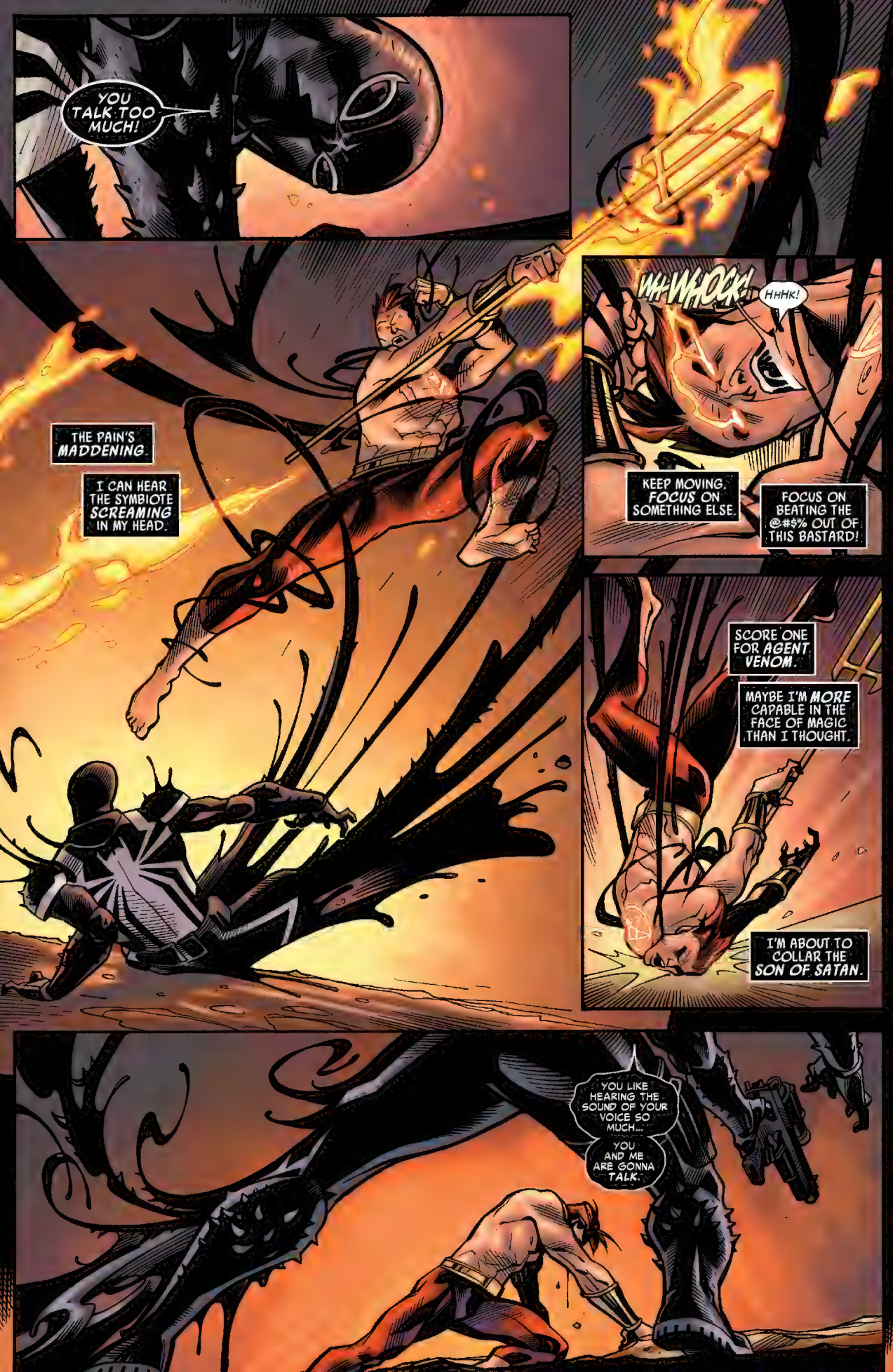

I'VE GOT YOU!
NNNNNNNN
PULSE AND HEARTBEAT ARE STRONG.
HE'LL--
WHOA!
KAH!
YOU'RE TOO LATE!
TOO LATE!
HIS SOUL IS MINE!
I'LL OPEN YOUR RIB CAGE LIKE A PANTRY DOOR AND FEAST UPON YOUR HEART!
I'LL-- OOPH--

I--
FORGIVE ME.
I DID NOT REALIZE.
MY LORD.
C-COMMAND?
COMMAND ME.
I COMMAND YOU TO GET THE @#% OUT OF HERE!
AS YOU DESIRE.

WAIT.
WHAT JUST HAPPENED?
DID I JUST BANISH A DEMON?
HOW--
AAAGGGH!
WHOOOOOOOOOSH!
WHO?
AGENT VENOM.
I KNEW WE'D SEE EACH OTHER AGAIN, BUT I HAD NO IDEA IT WOULD BE SO SOON.
IT'S FUNNY HOW DESTINY WORKS. WOULDN'T YOU AGREE?


HELLSTROM!
BURN.
THIS GUY'S ON A DIFFERENT LEVEL THAN THE OTHERS.
BY ALL ACCOUNTS, HE'S ONE OF THE LEADERS OF THE NEW D.O.A.
HE MAY EVEN BE THE ACTUAL SON OF THE DEVIL.
VRRROOOOOSH
TO MAKE MATTERS WORSE, HE USED TO BE ONE OF THE GOOD GUYS UNTIL HE BETRAYED EVERYONE WHO'S EVER STOOD BY HIS SIDE.
CAN'T DO THIS ON MY OWN.
THIS HOCUS POCUS STUFF IS OUTSIDE OF MY PAY GRADE.
NEED TO GET CLEAR. NEED BACKUP.
I. SAID. BURN!


SLOW HIM DOWN.
BUY SOME TIME.
GET HELP. FIX THIS BEFORE IT GETS ANY WORSE.
BLAM! BLAM!
WHAT'S THIS? BULLETS?
BEFORE MY MISTAKES GET ME KICKED OUT OF THE SECRET AVENGERS...
VIP!
VIP!
VIP!
DID YOU REALLY THINK YOU COULD STOP ME WITH BULLETS?
BEFORE THEY STRIP ME OF THE SYMBIOTE...
BEFORE I'M JUST A NOBODY STUCK IN A CHAIR.
YEEEAAAARGGGH!
THESE BLASTS OF BALEFIRE SHOULD BE STRONG ENOUGH TO STRIP THE HIDE OFF THE JUGGERNAUT.
AND I THOUGHT YOU WERE ONE OF THE "FIRE BAD!" BRIGADE.
THERE'S NO WAY YOU SHOULD HAVE SURVIVED THAT...EVEN AS A LEGLESS TRAVESTY.
HELLSTROM...


YOU TALK TOO MUCH!
THE PAIN'S MADDENING.
I CAN HEAR THE SYMBIOTE SCREAMING IN MY HEAD.
WHACK!
HHHK!
KEEP MOVING. FOCUS ON SOMETHING ELSE.
FOCUS ON BEATING THE @#$% OUT OF THIS BASTARD!
SCORE ONE FOR AGENT VENOM.
MAYBE I'M MORE CAPABLE IN THE FACE OF MAGIC THAN I THOUGHT.
I'M ABOUT TO COLLAR THE SON OF SATAN.
YOU LIKE HEARING THE SOUND OF YOUR VOICE SO MUCH...
YOU AND ME ARE GONNA TALK.

OR WHAT? YOU'LL EAT MY BRAINS?
NO. I'LL PAINT THE FLOOR WITH THEM.
YOU MIGHT BE ABLE TO MELT BULLETS WITH THAT MAGICAL SALAD FORK OF YOURS, BUT I'M GUESSING AT THIS RANGE THEY'LL CRACK YOUR SKULL LIKE AN EGGSHELL.
TALK.
WHAT ARE YOU DOING HERE?
I WOULD THINK THE POSSESSION ENGINES SPEAK FOR THEMSELVES.
WE'RE BUILDING AN ARMY, OF COURSE.
BUT DON'T WORRY. EACH AND EVERY ONE OF OUR HOSTS ARE HERE ON A VOLUNTEER BASIS.
D.O.A. AGENTS, ONE AND ALL, READY TO MAKE A SACRIFICE FOR THE CAUSE.
BUT THAT'S NOT WHAT'S REALLY BOTHERING YOU, IS IT?

YOU WANT TO KNOW WHY I SIDED WITH THE D.O.A., DON'T YOU?
I DON'T CARE WHY.
I WANT TO KNOW HOW.
HOW COULD YOU BETRAY YOUR FRIENDS LIKE YOU DID?
HOW COULD YOU TURN YOUR BACK ON EVERYTHING YOU BELIEVED IN?
I LOVE HOW YOU ASSUME YOU HAVE THE SLIGHTEST CLUE ABOUT WHAT I BELIEVE IN!
I LOVE HOW YOU PRESUPPOSE THERE'S SUCH AN EXPANSIVE GAP BETWEEN HERO AND MONSTER.
AND YOU'LL LEARN THIS SOON ENOUGH, BUT THOSE "FRIENDS" OF YOURS ARE JUST WAITING FOR THE MOMENT WHEN YOU GO ROGUE.
YOU AND I ARE A LOT ALIKE IN THAT REGARD.
I'M NOT LIKE YOU.
YOU THINK I CAN'T SEE STRAIGHT THROUGH YOU?
ALL THE BLUSTER AND BRAVADO IN THE WORLD CAN'T HIDE THE FACT THAT YOU'RE A KILLER.
AND YOU'RE TERRIFIED THAT ONE MISSTEP WILL AWAKEN THE MONSTER AGAIN.
AND YOU KNOW WHAT?
YOU'RE RIGHT TO BE AFRAID.

LET ME SHOW YOU.

NEEEAGHH!

SHHZZUUKKRRK!

NOT BAD.

AGAIN, THAT SPELL SHOULD HAVE BLASTED YOU INTO NOTHING.

L-LUCKY ME.

HOW CAN YOU DOUBT WHAT YOU ARE?

YOU'RE *MARKED*, VENOM.

MARKED BY THE *BEAST*.

AND IF YOU REALLY WANT TO KNOW ABOUT MY CHANGE OF HEART... WELL...

...I HAVE YOU TO THANK FOR THAT.

KRASH!

HHHK!

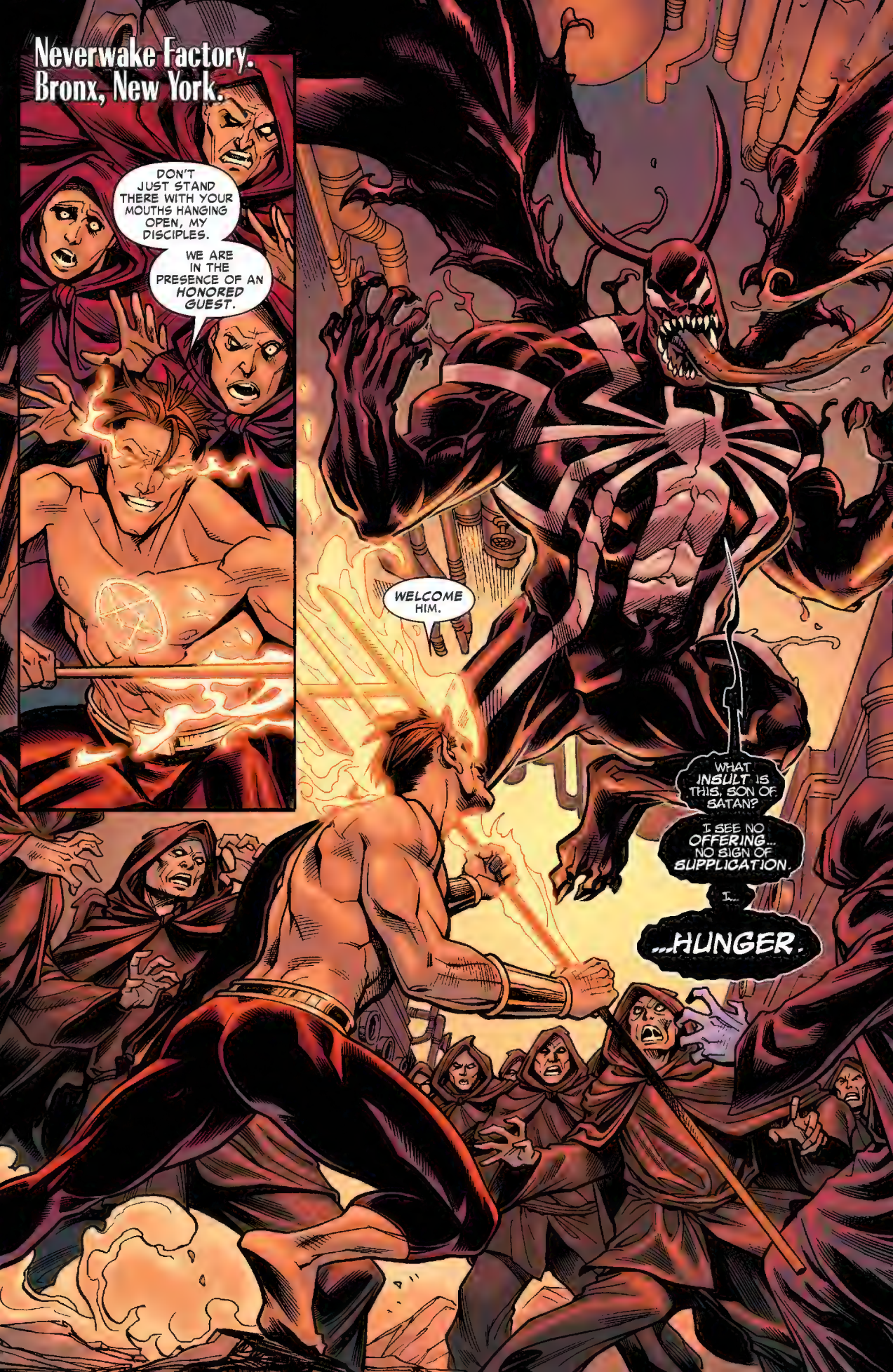
IF ONLY YOU COULD SEE MEPHISTO'S BRAND UPON YOUR FLESH... MAYBE THEN YOU'D BETTER UNDERSTAND.

MONSTERS, ARE WE ALL.

RRREEAAAGGH!

INTERNAL ORGANS TWIST.
BONES POP AND CRACK.
I VOMIT. SWALLOW IT DOWN. VOMIT AGAIN.
PHYSICAL PAIN IS UNBELIEVABLE, BUT IT'S NOTHING COMPARED TO WHAT'S HAPPENING IN MY MIND.
NEGATIVE!
SOMETHING CLAWS AT MY THOUGHTS.
SHREDS MY BRAIN...MAKING CONFETTI OF MY HOPES...DREAMS...NIGHTMARES.
TRYING TO TAKE OVER...TO FORCE ME OUT.
AND--GOD, HELP ME--I WANT TO LET IT!
THIS CAN'T HAPPEN...THE SYMBIOTE'S LOBOTOMIZED... IT CAN'T KICK LIKE THIS...
BETTY...JACK O'LANTERN...HAWKEYE...EVERYONE WAS RIGHT. I CAN'T CONTROL IT!
BREATHTAKING!

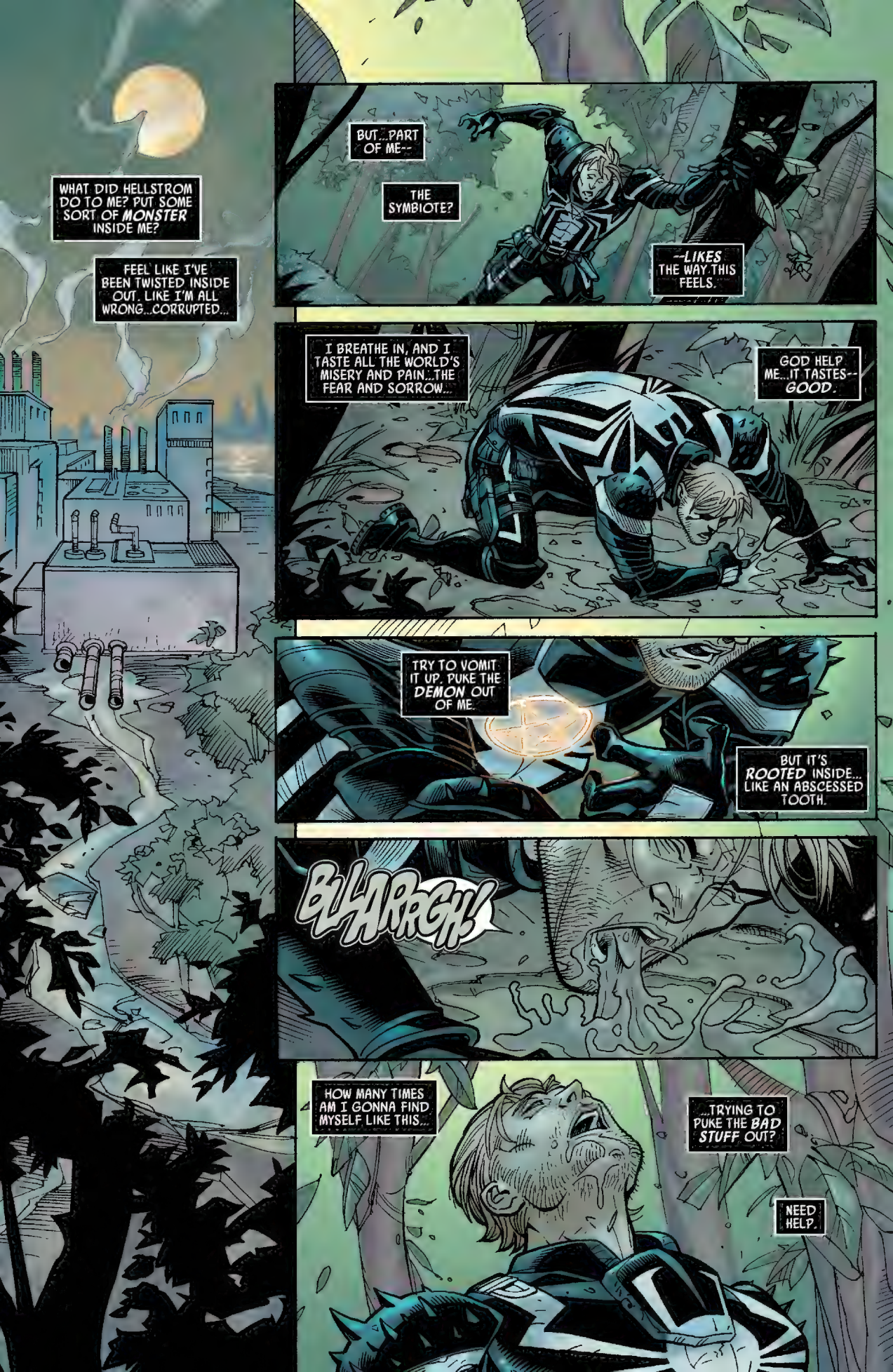
GRRRRRAAAAAAA!


Neverwake Factory.
Bronx, New York.
DON'T JUST STAND THERE WITH YOUR MOUTHS HANGING OPEN, MY DISCIPLES.
WE ARE IN THE PRESENCE OF AN HONORED GUEST.
WELCOME HIM.
WHAT INSULT IS THIS, SON OF SATAN?
I SEE NO OFFERING... NO SIGN OF SUPPLICATION.
I...
...HUNGER.

YOU HEARD HIM.
FETCH OUR VISITANT A PROPER...
...SNACK.
MY JOURNEY HAS BEEN LONG... TORTUROUS...
I HUNGER NOW.
I... I...
AIIIEEEEE...
KKRUNCH!
DISGUSTING.
BUT OF COURSE.
WITHOUT APPROPRIATE PREPARATIONS, I IMAGINE HIM MOST OFFENSIVE TO YOUR DELICATE PALATE.

LUCKILY, WE'VE GATHERED MORE SUITABLE GIFTS.
SEASONED, SO TO SPEAK... POSSESSED BY YOUR LESSER BRETHREN.
IF, THAT IS, YOU HAVEN'T SPOILED YOUR APPETITE.
HRRRRRN.
THAT'S MORE TO MY LIKING.
WE ARE THE SACRIFICE!
FOR THE DARK LORD!
YES!
THAT'S...
HRRRNNG
WHAT...?
WHAT'S THIS?
WHAT'S WRONG WITH ME?
PLEASE, NO!
I DIDN'T SIGN UP FOR THIS!
HELP ME!
RRREEEAAARRGHHH!

NO! THIS IS NOT MY FAULT!
RREEAAARRGGHH!
I WAS TRICKED! DECEIVED!
GET OUT OF
MY HEAD!
BRAVO, AGENT VENOM! BRAVO!
CLAWING YOUR WAY OUT FROM BENEATH A DEMON'S INFLUENCE...THAT'S NO SIMPLE FEAT.
YOU'LL MAKE AN IMPRESSIVE ADDITION TO MY LITTLE ZOO.
SHUT IT, HELLSTROM!
WWHUUF!
ZOO?


WHAT DID HELLSTROM DO TO ME? PUT SOME SORT OF MONSTER INSIDE ME?
FEEL LIKE I'VE BEEN TWISTED INSIDE OUT. LIKE I'M ALL WRONG...CORRUPTED...
BUT...PART OF ME--
THE SYMBIOTE?
--LIKES THE WAY THIS FEELS.
I BREATHE IN, AND I TASTE ALL THE WORLD'S MISERY AND PAIN...THE FEAR AND SORROW...
GOD HELP ME...IT TASTES--GOOD.
TRY TO VOMIT IT UP. PUKE THE DEMON OUT OF ME.
BUT IT'S ROOTED INSIDE... LIKE AN ABSCESSED TOOTH.
BLARRGH!
HOW MANY TIMES AM I GONNA FIND MYSELF LIKE THIS...
...TRYING TO PUKE THE BAD STUFF OUT?
NEED HELP.

NEED TO YANK THIS BASTARD OUT OF MY SOUL.
BUT IS THE SENATOR SECRETLY A WOLFMAN? THIS INTREPID INQUISITOR REPORTER SAYS... MAYBE!
KATY KIERNAN, YOU'VE DONE IT AGAIN.
WHO NEEDS INTEGRITY?
TAK-TAK-TAKITY-TAK-TAK
SKRRK
...
MS. K-KIERNAN...

AGENT VENOM?
N-NOT SURE WHERE ELSE TO GO. DEPARTMENT OF OCCULT ARMAUNGHMENTS... THEY...
I...NEED...
THE D.O.A....THEY MESSED YOU UP, DIDN'T THEY?
I WARNED YOU ABOUT THESE GUYS, DIDN'T I?
CAN'T REACH THE AVENGERS...D.O.A. CUT ME OFF SOMEHOW...
AND EVEN IF I COULD I...
SCREWED UP... SCREWED UP... REAL BAD.
I'LL GET YOU SOME WATER.
N-NO... DON'T NEED WATER...
I...I THINK...
I THINK I NEED AN EXORCIST.

Hidden
Books
&
OH, MAN.
YOU WERE RIGHT IN BRINGING HIM TO ME, KATY.
THIS IS VENOM...? YOU KNOW...THE...UH... SPIDER-MAN GUY...?
YES, OF COURSE, I KNOW.
Closed For Special Appointment
WHAT I MEANT TO ASK WAS IF YOU REALLY KNOW.
I MEAN... HE'S DEEP UNDER. FULLY HYPNOTIZED.
DO YOU WANT TO KNOW WHO'S UNDER THE MASK?
REGGIE...

...JUST DO WHAT WE CAME HERE FOR, OKAY?
ALL RIGHT. YOU'RE THE BOSS.
BUT BEAR WITH ME. I HAVEN'T DONE ONE OF THESE SINCE I LEFT THE CHURCH.
ALL RIGHT... SO...
I WANT TO SPEAK WITH THE ENTITY...THE PRESENCE THAT HAS NESTED WITHIN THIS MAN'S SOUL.
CAN YOU HEAR ME?
CAN YOU COMMUNICATE WITH ME?
SURE YOU'RE DOING THIS RIGHT?
I'VE PERFORMED SIX OF THESE--
BEVEN. NOW...
..."FATHER."
YEAH?
I MEAN... YEAH. OKAY.
WHY HAVE YOU CHOSEN THIS...UHM... VESSEL?

I CHOSE NOTHING.
THIS WAS NOT WHAT I WAS PROMISED.
POWER. FREEDOM. ENDLESS SLAUGHTER.
IT IS FORBIDDEN.
BUT THIS... TO POSSESS ONE WHO IS MARKED...
FORBIDDEN BY WHO?
OH.
SO...IF YOU DON'T WANT TO BE HERE, WHY DON'T YOU... Y'KNOW...BEGONE AND SUCH?

I TRY TO BREAK FREE, BUT THE VESSEL JUST DRAGS ME BACK DOWN!
HELP ME!
GET ME OUT OF HERE! PLEASE!
HELP!
THE VESSEL?
YOU MEAN AGENT VENOM?
AGH!
NNNN
WHA...
WHAT HAPPENED?

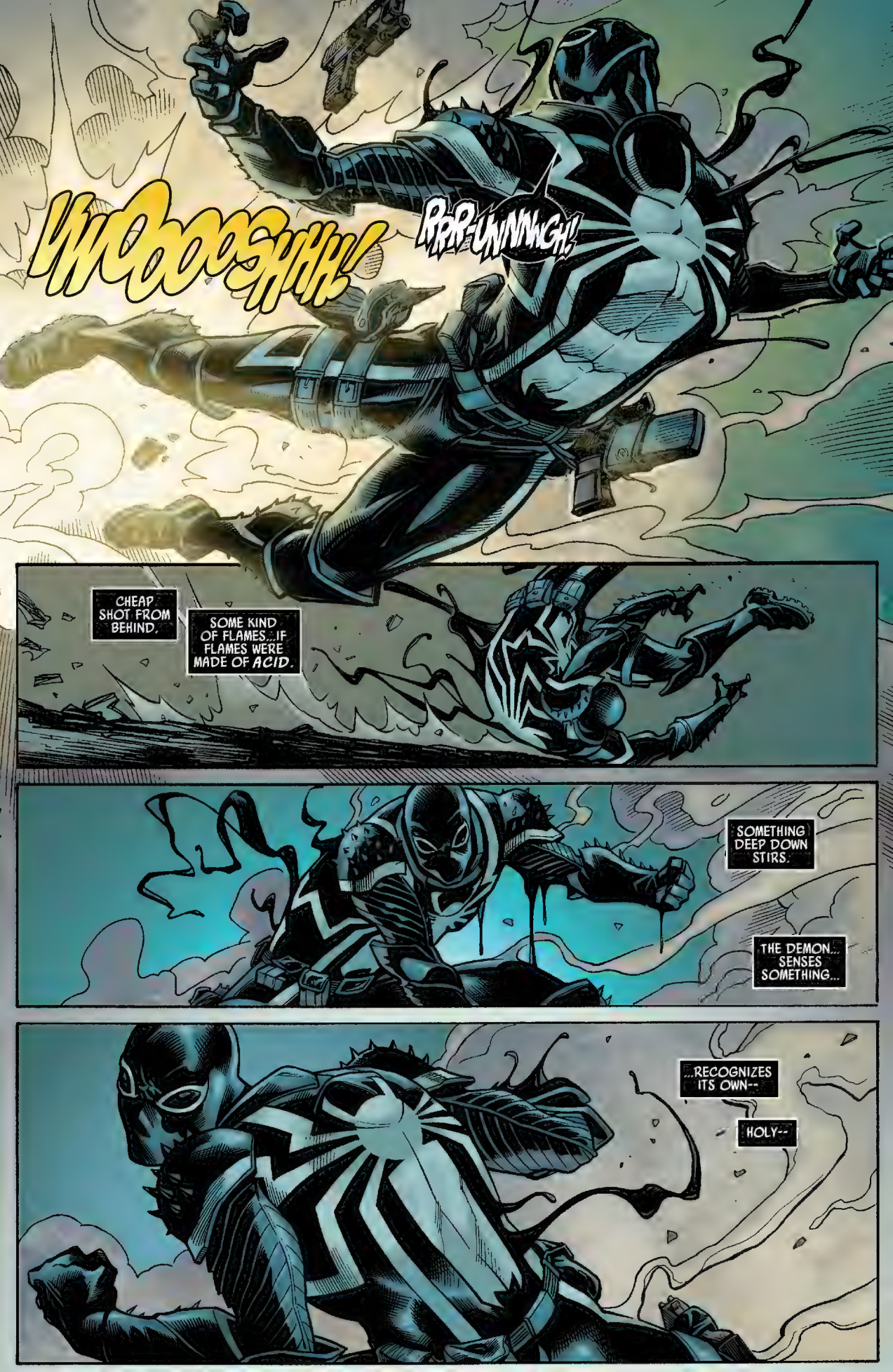
AM I-- WHAT?-- EXORCISED?
NOT QUITE.
IT...UH... LOOKS LIKE THE DEMON... WANTS TO LEAVE BUT CAN'T.
HOWEVER YOU MANAGED TO SUBVERT ITS INFLUENCE OVER YOU... IT'S...UH...
IT'S LIKE YOU'RE POSSESSING IT.
SO WHAT. AM I SUPPOSED TO DO NOW?
MY ADVICE?
YOU NEED TO FIND WHOEVER IT WAS WHO DID THIS TO YOU.
HELLSTROM.
DAIMON HELLSTROM?
YOU KNOW HIM?
DOES SHE KNOW HIM? SHE--
I KNOW ENOUGH.
BUT I CAN'T SAY I HAVE ANY IDEA HOW TO FIND HIM.
I KNOW WHERE TO LOOK.

The Bronx Zoo.
EXOTIC ANIMAL WALKABOUT
MR. HELLSTROM? DAIMON...
THE WORLD OF APES
SIR... NEED I REMIND YOU THAT MISTRESS SIN SANCTIONED THIS OPERATION BECAUSE YOU PROMISED IT WOULD STRENGTHEN THE D.O.A.?
YOU PROMISED RESULTS.
AND I'VE DELIVERED.
TRUE...BUT WHAT HAPPENED AT THE FACTORY SITE...THIS BUSINESS WITH AGENT VENOM...
IT CAN ONLY BE SEEN AS A MAJOR SETBACK...IF HE FOUND US SO EASILY...
A PIECE OF ADVICE, YOU SNIVELING, NUMBER-CRUNCHING WORM...
LET THE BIG BOYS DO THEIR WORK WHILE YOU CONCENTRATE ON TRYING TO APPEAR USEFUL.
BECAUSE AS FAR AS I'M CONCERNED, YOUR ONLY REAL VALUE IS AS A SOURCE OF BLOOD TO OIL THE POSSESSION ENGINES.

DON'T WORRY ABOUT AGENT VENOM FINDING US.
HE HAS A ROLE TO PLAY. I JUST NEED TO SHOW HIM HOW PERFECTLY HE FITS IN WITH MY PET PROJECT.
RUN ALONG NOW. MAKE WHATEVER REPORT YOU FEEL NECESSARY TO "MISTRESS SIN."
I HOPE THE CRAZY WITCH COMES DOWN FROM HER MESSIANIC CLOUD LONG ENOUGH TO HEAR YOU OUT.
DEVILS SAVE US FROM THE PENCIL PUSHERS.
BUT WE SHOULD MAKE READY FOR A VISIT FROM VENOM.
HE'LL BE DRAWN TO US NOW...
DAMN STRAIGHT...
...BUT A LITTLE TOO LATE TO ROLL OUT THE WELCOME MAT.
SO LET'S CUT TO THE CHASE.

WHAT DID YOU DO TO ME?
UUNNF!
SO...I'M NOT THE ONLY ONE WHO CAN MASK MYSELF FROM PRYING EYES...
I LIKE YOU MORE AND MORE EVERY TIME WE--
HKK!
STILL LIKE ME?
BECAUSE, FRIEND, YOU'RE GOING TO FIX THIS.

TH-THERE'S NOTHING TO FIX. THERE'S NOTHING WRONG WITH YOU.
IT LOOKS TO ME LIKE YOU'RE IN CONTROL...YOU HAVE ALL THE POWER...
YOU PUT A DEMON INSIDE ME!
YEEAAAGGH!
I WANT IT OUT.
YOU'RE NOT A PUPPET, ARE YOU?
EVERYTHING YOU'RE DOING... EVERYTHING YOU'RE FEELING...ALL THAT ANGER AND HATRED...
THAT'S ALL YOU, ISN'T IT?
PERHAPS THE DEMON WAS ALWAYS THERE.
NOT SURE I COULD KILL HELLSTROM IF I WANTED TO...
...BUT...GOD HELP ME...I WANT TO TRY.
I'M NOT MESSING AROUND HERE.
OBVIOUSLY NOT.
SO I'M SURE YOU CAN APPRECIATE THAT I'M NOT "MESSING AROUND" EITHER.


WHOOOSHHH!
RRR-UNNNGH!
CHEAP SHOT FROM BEHIND.
SOME KIND OF FLAMES...IF FLAMES WERE MADE OF ACID.
SOMETHING DEEP DOWN STIRS.
THE DEMON... SENSES SOMETHING...
...RECOGNIZES ITS OWN--
HOLY--

HHNNF!
THWACK!
ICE!
ICE!
ICE!
ICE!
@#$% DEMONS...
ACK! GAAAH!
HEADS UP.
I'D LIKE TO INTRODUCE YOU TO MY FRIENDS...
WHACK!

...THE MONSTERS OF EVIL!

THINK... THINK I'M SCARED OF A FEW BIG-AND-UGLIES?

YOU SHOULD BE...

THEY'LL HAPPILY KILL YOU WHERE YOU STAND IF I GIVE THE ORDER.

BUT THEY'D MUCH RATHER WELCOME THEIR BROTHER INTO THEIR RANKS.

25 "MONSTERS OF EVIL: PART THREE"

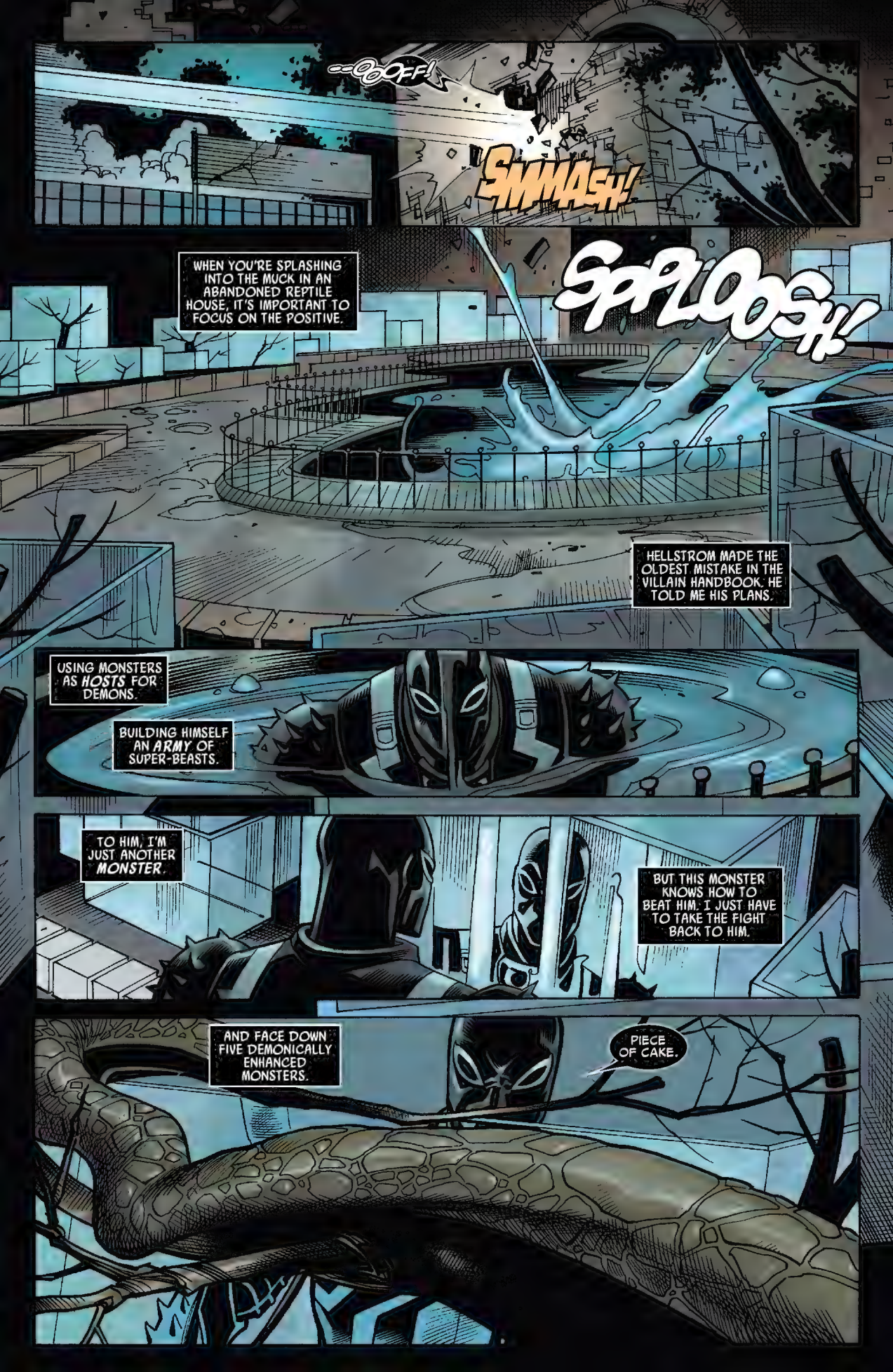
OKAY.
MONSTERS.
SHRAKKOW!
HRRROOF!
LIKE SOMETHING OUT OF A LATE NIGHT RUBBER SUIT CREATURE FEATURE.
ONLY IF DEMONS WORE THE MONSTER SUITS INSTEAD OF ACTORS.
RRRRNNNNN
FWHHHHHOOSSSH
THAT IDEA ALONE IS ENOUGH TO TURN MY GUTS TO JELLY, MY MIND TO MUSH.
CHWOMP!
RREEEAAAGHH!
MILITARY TRAINING DOESN'T PREPARE YOU FOR THIS.

BUT I'M NOT JUST A SOLDIER. I'M A SUPER HERO.
SUPER HEROES PUSH THROUGH THE MADNESS, RIGHT?.
SH-SHUNK-
SHUNK!
GRRR
AAAAAAGH!
OKAY. THAT WAS AWFUL.
WHAT DID HELLSTROM CALL THESE GUYS?
THE MONSTERS OF EVIL.
GUESS THAT PUTS A PRETTY BOW ON THEIR JOB DESCRIPTIONS.
BUT DESPITE THE NAME...DESPITE MY BROKEN NOSE AND CRACKED RIBS AND PUNCTURED SPLEEN...
I DON'T THINK THESE GUYS ARE TRYING TO KILL ME.

YEAH. THAT'S NOT CREEPY.
HELLSTROM. THE SON OF SATAN.
WHATEVER THAT MEANS.
HE PUT THIS LITTLE PARTY TOGETHER.
IT'S USELESS TO STRUGGLE THIS WAY, AGENT VENOM, I ASSURE YOU.
EVEN BEFORE I POSSESSED THEM WITH DEMONS, EACH AND EVERY ONE OF THESE CREATURES WAS ANCIENT AND POWERFUL IN WAYS YOU CAN'T EVEN IMAGINE.
JUST LIKE THAT SYMBIOTE YOU'VE BONDED WITH.
GRAGOA WAS ONCE FEARED AS A GOD IN WHAT IS NOW THE MOLE MAN'S KINGDOM.
LORD TIKI, ON THE OTHER HAND, IS AN ANCIENT IDOL BROUGHT TO LIFE BY A BOTCHED FERTILITY RITUAL.
THINK HAPPY THOUGHTS.
MOM?
UGH... NO.

LIKE YOUR SYMBIOTE, THE WORM CAME FROM THE DEPTHS OF SPACE...
WITH A GOAL OF STUDYING MANKIND.
HER SHIP... AND HER LAB...WAS DESTROYED BY FARMERS WHO CONNECTED HER, RIGHTFULLY SO, TO A STRING OF CATTLE MUTILATIONS.
BETTY?
HSSST!
SWING AND A MISS.
THE NOXIOUS SKUNK APE WAS ONCE A HUMAN SCIENTIST WHOSE RESEARCH INTO EVOLUTION PROVED... TRANSFORMATIVE.
THWAM!
UH...HIGH SCHOOL?
GOD, NO...
AND THE SPHINX IS... WELL...FROM THE ERA YOU MIGHT EXPECT...
...ONLY TIME-LOST THANKS TO ITS OWN RIDDLES AND CURSES.
DO I HAVE ANY HAPPY THOUGHTS?!
I'VE GIVEN THEM PURPOSE--TRUE PURPOSE.
AND I CAN DO THE SAME...AND MORE... FOR YOU...IF ONLY YOU'LL JOIN US.
WHAT DO YOU SAY?

FWAPAM!
I SAY--
GO #!%@ YOURS--
HRRRK!
PITY.
YEEEAAAAAAA--
BEING A SUPER HERO BLOWS.


--OOFF!
SMMASH!
WHEN YOU'RE SPLASHING INTO THE MUCK IN AN ABANDONED REPTILE HOUSE, IT'S IMPORTANT TO FOCUS ON THE POSITIVE.
SPLOOSH!
HELLSTROM MADE THE OLDEST MISTAKE IN THE VILLAIN HANDBOOK. HE TOLD ME HIS PLANS.
USING MONSTERS AS *HOSTS* FOR DEMONS.
BUILDING HIMSELF AN *ARMY* OF SUPER-BEASTS.
TO HIM, I'M JUST ANOTHER *MONSTER*.
BUT THIS MONSTER KNOWS HOW TO BEAT HIM. I JUST HAVE TO TAKE THE FIGHT BACK TO HIM.
AND FACE DOWN FIVE DEMONICALLY ENHANCED MONSTERS.
PIECE OF CAKE.

FIND HIM! ROUT HIM OUT!
THE UPSTART HAS ENSLAVED ONE OF YOUR BRETHREN! HE'S *TRAPPED* HIM WITHIN HIS TISSUE!
IF HE WON'T AID OUR CAUSE, THEN RIP THE HELLSPAWN FREE OF HIS FLESH!
WHEN I FIRST RAN INTO HELLSTROM...WHEN I FIRST ENCOUNTERED HIS DEVIL-HAUNTED FLUNKIES...
I PULLED SOME CRAZY #$%*
TOOK CONTROL OF MY BODY AGAIN, EVEN THOUGH A DEMON WAS IN THE DRIVER'S SEAT.

BANISHED ANOTHER DEMON JUST BY TELLING IT TO TAKE A WALK.

QUESTION IS...CAN I DO IT AGAIN?

THAT'S A BIG QUESTION, CONSIDERING I HAVE NO IDEA *HOW* I MANAGED TO DO THOSE THINGS.

WHEN MY DAD TAUGHT ME TO *SWIM*, HE JUST THREW ME INTO THE DEEP END OF THE POOL.

HEY!

AND WHEN I WHINED ABOUT IT, HE HELD ME UNDER.

HEADS UP!

RRRAAAAARRRRRRRRGGGKK!

GULPING DOWN MOUTHFULS OF WATER...

...CHOKING...

IN THAT MOMENT, I'D NEVER BEEN MORE SCARED.

IN THAT MOMENT, I'D NEVER HATED MY FATHER MORE.

SKLORTCH!

REEEEEEEGGGHHHKKK!

BUT I STARTED KICKING...

I LEARNED TO SWIM.

I CAN USE THAT...THE FEAR... THE HATE...

MAKE IT WORK FOR ME *NOW* LIKE IT WORKED BACK THEN.

SKKLLK!

OKAY, THOMPSON. IT'S SINK OR SWIM.

START KICKING.

IT'LL TAKE MORE THAN THAT TO KILL THE THING.

AFTER ALL, IT'S GOT TWO MORE HEADS.

REEEEGG!

BUT IT'S SCREAMING...

...CLAWING AT MY BRAIN...

...IT'S SCREAMING...

RRRRRRRREEEEEGGGHHHHKKK!

...WILL BRING THE OTHERS.
HOLD.
AND LISTEN.
IT'S... WORKING.

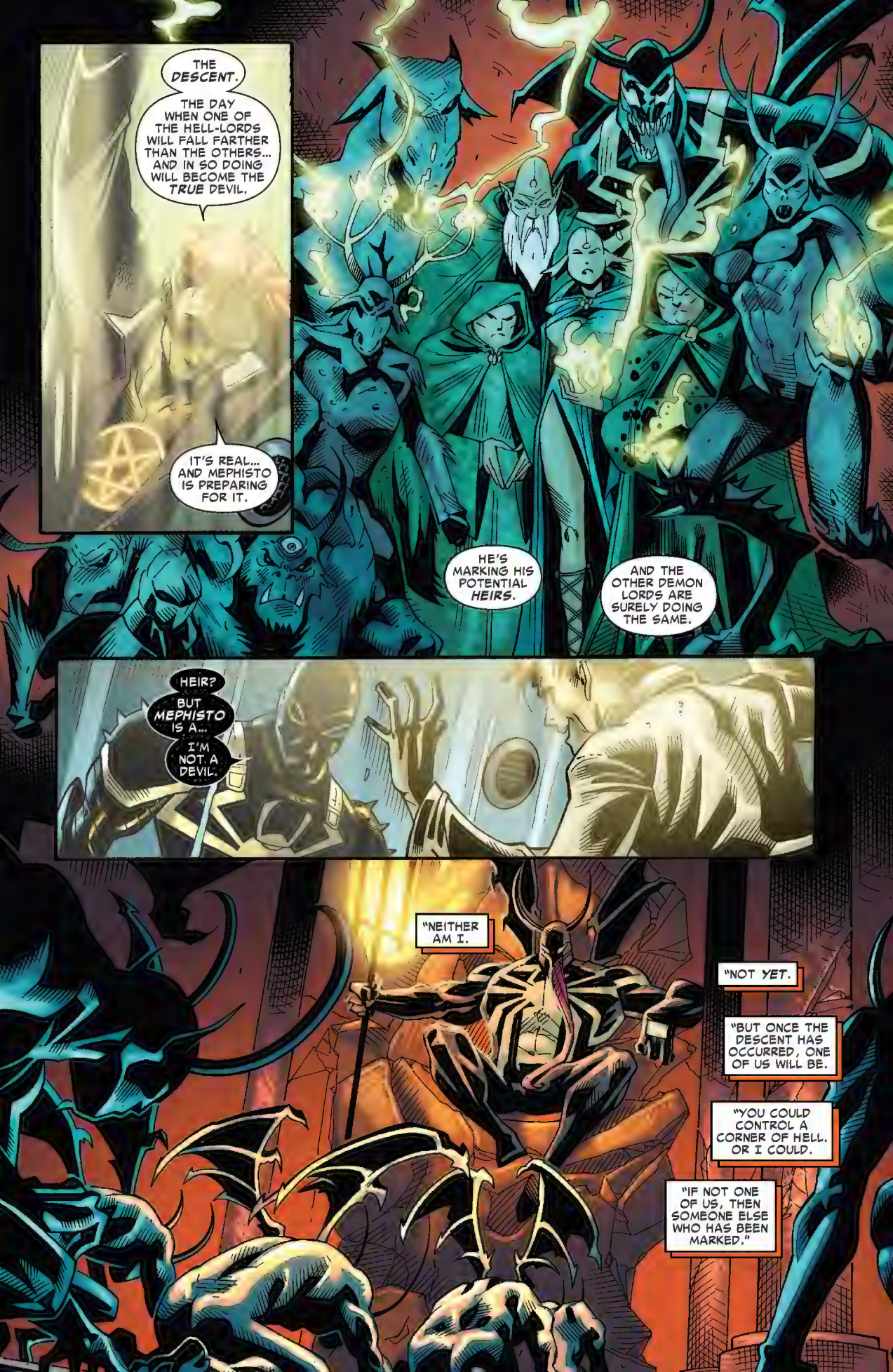
HELLSTROM!
WHAT?
YOU STILL LOOKING FOR ME?
AH... AGENT VENOM.
STILL ALIVE, I SEE.
HANGING IN THERE.
AND IF YOU'LL JUST THROW DOWN THAT PITCHFORK OF YOURS, WE CAN BOTH GET ON WITH OUR NIGHT.
YOU'RE BARELY ABLE TO STAND...YOU'RE *OUTNUMBERED* AND *OUTMATCHED*...
YOU'RE ALONE... AND YOUR "SECRET AVENGERS" WILL NEVER BE ABLE TO FIND ME!
THERE'S NO *SECRET* I CAN'T TWIST TO MY OWN NEEDS.
BUT I'M HAPPY TO DISCUSS *YOUR* SURRENDER IF YOU LIKE.
HAHAHA HAHA HAHA!

YOU'RE WRONG ABOUT ONE THING.
I'M NOT ALONE.
WHA--
NOT THE FIRST TIME I'VE LED A BUNCH OF MONSTERS IN PICKING ON SOMEBODY SMALLER.
BUT THIS IS THE FIRST TIME IT FELT REALLY GOOD.

REEEEAAAAARRRGGGHH!
ALL RIGHT. THAT'S ENOUGH!
I'LL TAKE IT FROM HERE.
ALL OF YOU...GET LOST...AND DON'T LET ME SEE OR HEAR ABOUT YOU AGAIN.
YOU WANT TO EAT, FORAGE FOR BERRIES OR SOMETHING.
YOU CUT OUT OF LINE, AND I'LL KNOW IT. AND I'LL FIND YOU.
THAT'S SOMETHING, ISN'T IT?
WASN'T SURE I COULD DO THAT, BUT I'M FULL OF SURPRISES.
SEEMS TO ME THAT WE'VE GOT A LOT TO TALK ABOUT, DON'T WE?

MAKE YOURSELF COMFORTABLE.
I'M SURE THE GUARDS WILL BRING YOU A CHAIR IF YOU ASK FOR ONE.
I WON'T BE HERE LONG.
I'LL STAND.
SUIT YOURSELF.
WHAT CAN I DO FOR YOU, AGENT VENOM?
EXPLAIN IT TO ME.
EXPLAIN WHAT, EXACTLY?
WHY I'M ABLE TO CONTROL DEMONS.

AH. THE MARK.
THERE'S A LEGEND THAT CIRCULATES IN HELL, AGENT VENOM.
A BEDTIME STORY TOLD TO BABY DEVILS IN THEIR CRIBS OF SINEW AND BONE.
I NEVER REALLY BELIEVED IT, BUT IT APPEARS THAT SOMEONE DOES.
IT'S A LUXURY NO HELL-BEING SHOULD BE AFFORDED.
IT'S HOPE.
MOST SCHOLARS WOULD HAVE AGREED WITH MY ASSUMPTION.
A MYTH. NOTHING MORE.
BUT YOU CHANGED ALL THAT FOR ME.
"IN LAS VEGAS...WHEN I SAW YOU AND YOUR COMPANIONS...MARKED THE WAY YOU WERE...
"I STARTED TO CONSIDER THE POSSIBILITIES.
"WHAT IF THE BEDTIME STORIES WERE TRUE?"


THE DESCENT.
THE DAY WHEN ONE OF THE HELL-LORDS WILL FALL FARTHER THAN THE OTHERS... AND IN SO DOING WILL BECOME THE TRUE DEVIL.
IT'S REAL... AND MEPHISTO IS PREPARING FOR IT.
HE'S MARKING HIS POTENTIAL HEIRS.
AND THE OTHER DEMON LORDS ARE SURELY DOING THE SAME.
HEIR?
BUT MEPHISTO IS A...
I'M NOT A DEVIL.
"NEITHER AM I.
"NOT YET.
"BUT ONCE THE DESCENT HAS OCCURRED, ONE OF US WILL BE.
"YOU COULD CONTROL A CORNER OF HELL. OR I COULD.
"IF NOT ONE OF US, THEN SOMEONE ELSE WHO HAS BEEN MARKED."

AND THAT'S WHY YOU BETRAYED EVERYONE?
THAT'S WHY YOU SIGNED ON WITH THE D.O.A.?
I'VE CHOSEN THE ALLIES I BELIEVE TO BE MOST USEFUL IN THE DAYS TO COME.
YES, THEY'VE TRIED TO DESTROY THE WORLD, AND THEY'LL LIKELY TRY TO DO SO AGAIN.
BUT THEY'RE ALREADY STACKING THE DECK FOR THE WORLD THAT WILL RISE FROM THE ASHES.
THEY'RE FINDING OTHER MARKED INDIVIDUALS TO SERVE THEIR INTERESTS IN HELL.
SOMETIMES, YOU DO THE WRONG THING FOR THE RIGHT REASONS.
SOMETIMES, THE ONLY WAY TO COMBAT ULTIMATE EVIL IS WITH ULTIMATE EVIL.
SORRY.
I MUST'VE CUT CLASS THE DAY THEY TAUGHT THAT LESSON AT CRAZY SCHOOL.
CRAZY SCHOOL.
I LIKE THAT.
WELL, AGENT VENOM...CLASS IS IN SESSION.
BECAUSE WE'RE GOING TO HELP EACH OTHER, YOU AND I.
AND BEFORE YOU REFUSE... I WANT YOU TO THINK ABOUT SOMETHING...
WOULD YOU RATHER SEE ME SITTING ON A THRONE OF HELL...
...OR WOULD YOU RATHER SEE A REAL %#@% GET THE JOB?

SO...
...THE DEMONS?
WHICH ONES?
WHAT ON EARTH DID I DO TO DESERVE A LIFE WHERE I NEED TO BE EXTRA SPECIFIC ABOUT *WHICH* DEMONS I'M REFERRING TO?
THE DEMONS. THE ONES POSSESSING THOSE MONSTERS YOU MENTIONED.
STILL OUT THERE.
AND THE ONE POSSESSING *YOU*?
STILL IN HERE.
AND, AS NEAR AS I CAN TELL, *UNABLE* TO LEAVE.
FEELS A LITTLE LIKE HEARTBURN.
YOU DON'T HAVE MUCH OF A SUCCESS RATE, DO YOU?
I TOOK DOWN *HELLSTROM*, KATY.
THAT FEELS LIKE A WIN.

AND I WANTED TO THANK YOU...
YOU KNOW...
FOR ALL THE HELP.
BUT YOU NEED SOMETHING ELSE, DON'T YOU?
I'M NOT DONE WITH THE D.O.A. JUST YET.
AND NOBODY KNOWS AS MUCH ABOUT THIS SUPERNATURAL STUFF AS YOU DO.
WELL...DR. STRANGE, I GUESS.
YOU'D BE SURPRISED HOW OFTEN HE CALLS FOR HELP.
WHAT ABOUT HELLSTROM?
LOOK, I NEED SOMEONE I CAN TRUST, OKAY?
AND I NEED SOMEONE WHO'LL TRUST ME.
I'M IN.
BUT NO MORE OF THIS OFF-THE-RECORD BUSINESS.
I'M ONLY HELPING YOU IF IT PUTS FOOD ON THE TABLE.
FAIR ENOUGH.
SO WHAT AM I SUPPOSED TO BE RESEARCHING FOR YOU?

"LET'S START WITH THE END OF THE WORLD."
BETTY... HEY...
IT'S FLASH.
BUT YOU PROBABLY RECOGNIZED MY VOICE, HUH? IT HASN'T BEEN THAT LONG.
JUST FEELS THAT WAY.
LOOK...I DON'T KNOW IF YOU'RE OUT...OR YOU'RE SCREENING YOUR CALLS...OR WHAT.
BUT I WANTED TO CHECK IN WITH YOU...MAKE SURE YOU'RE ALL RIGHT.
I WANTED TO...
I JUST WANTED TO MAKE SURE YOU'RE SAFE--
DAMMIT-- WHAT? I WAS IN THE MIDDLE OF SOMETHING.
COME IN, AGENT VENOM.
THIS IS THE LIGHTHOUSE SATELLITE.
WE NEED YOU IN COLORADO WE HAVE A PRISON-BREAK SCENARIO.
Continued in:
MINIMUM CARNAGE!

Philadelphia, Pennsylvania.
LISTEN, JULIE...I'M NOT SURE I CAN TAKE MUCH MORE SHOPPING.
AND I KNOW THE CREDIT CARDS CAN'T TAKE ANY MORE.
WHAT DO YOU SAY? HOME?
I SAY...
The Gallery Mall.
...I HAVE ONE MORE STOP IN MIND.
YOU'VE GOT THREE MONTHS' SALARY BURNING A HOLE IN YOUR POCKET, DON'T YOU?
NICE TRY.
YOUR PLAN FAILED ABOUT THE TIME WE STEPPED INTO BATH AND--

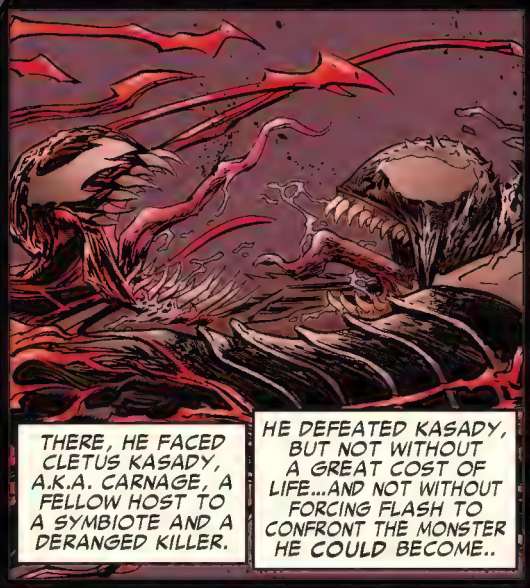
J-JULIE?
H-HOW?
WHAT?

Eugene "Flash" Thompson was a high-school-bully-turned war hero, inspired by the Amazing Spider-Man to get his act together. When he lost both legs in combat, his country gave him a chance to serve again, bonding him with the alien parasite suit that grants its host powers similar to Spider-Man. From that day on, he was the Secret Avenger known as...

VENOM

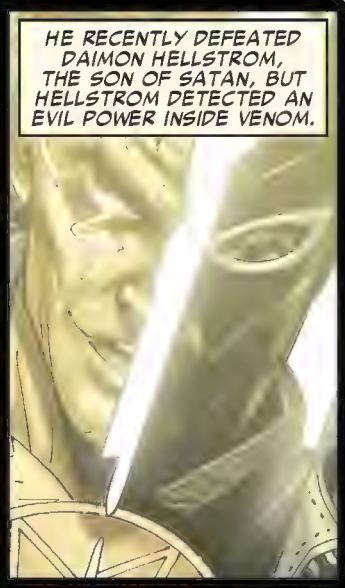
PREVIOUSLY...

AGENT VENOM WAS SENT ON ASSIGNMENT TO A PRISON BREAKOUT IN COLORADO.

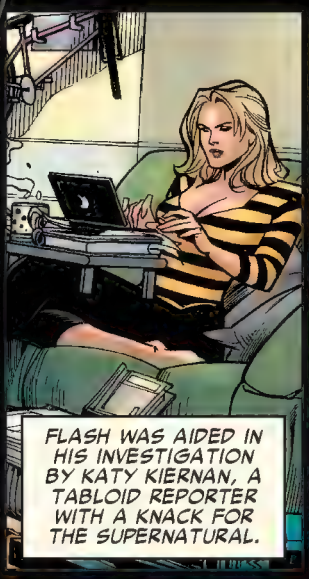


THERE, HE FACED CLETUS KASADY, A.K.A. CARNAGE, A FELLOW HOST TO A SYMBIOTE AND A DERANGED KILLER.

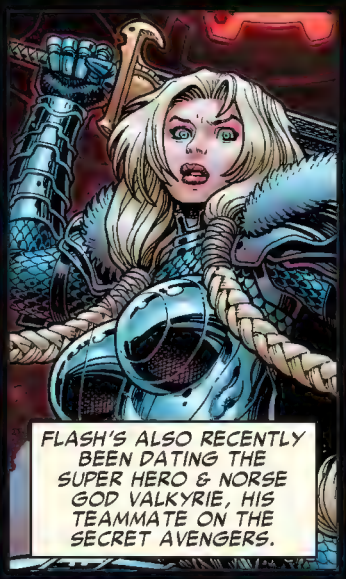
HE DEFEATED KASADY, BUT NOT WITHOUT A GREAT COST OF LIFE...AND NOT WITHOUT FORCING FLASH TO CONFRONT THE MONSTER HE COULD BECOME..



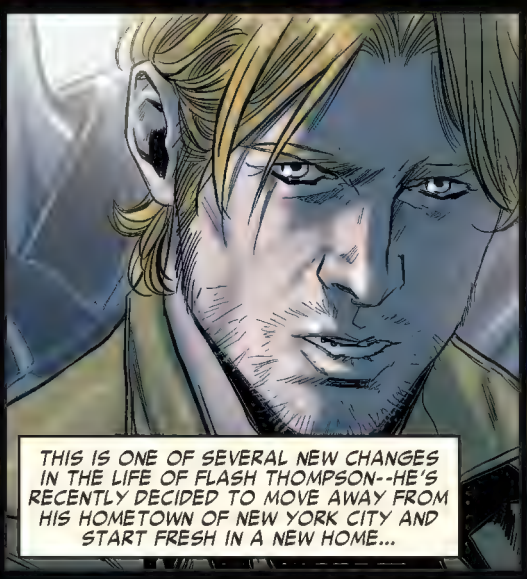
HE RECENTLY DEFEATED DAIMON HELLSTROM, THE SON OF SATAN, BUT HELLSTROM DETECTED AN EVIL POWER INSIDE VENOM.



FLASH WAS AIDED IN HIS INVESTIGATION BY KATY KIERNAN, A TABLOID REPORTER WITH A KNACK FOR THE SUPERNATURAL.



FLASH'S ALSO RECENTLY BEEN DATING THE SUPER HERO & NORSE GOD VALKYRIE, HIS TEAMMATE ON THE SECRET AVENGERS.

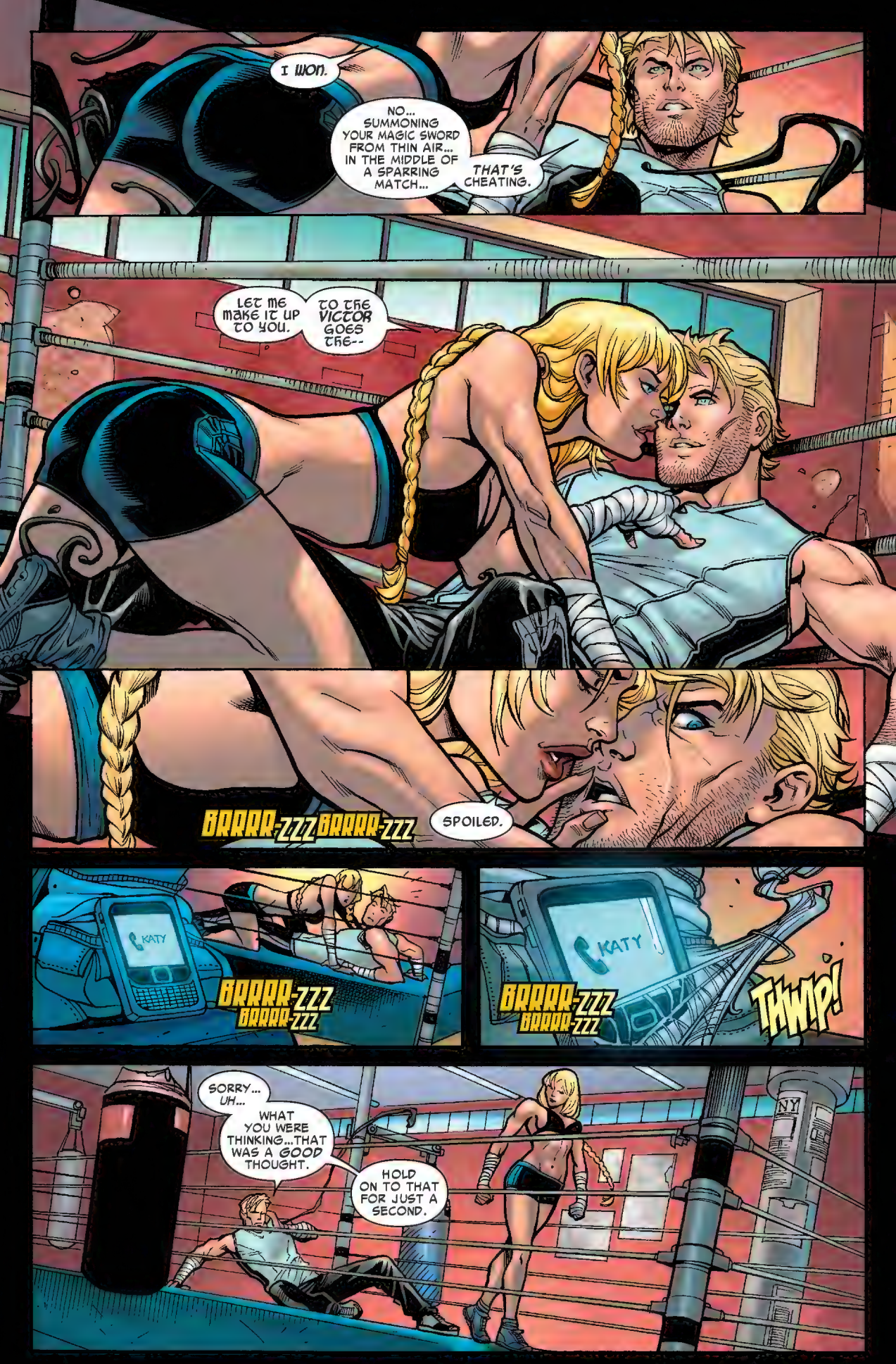


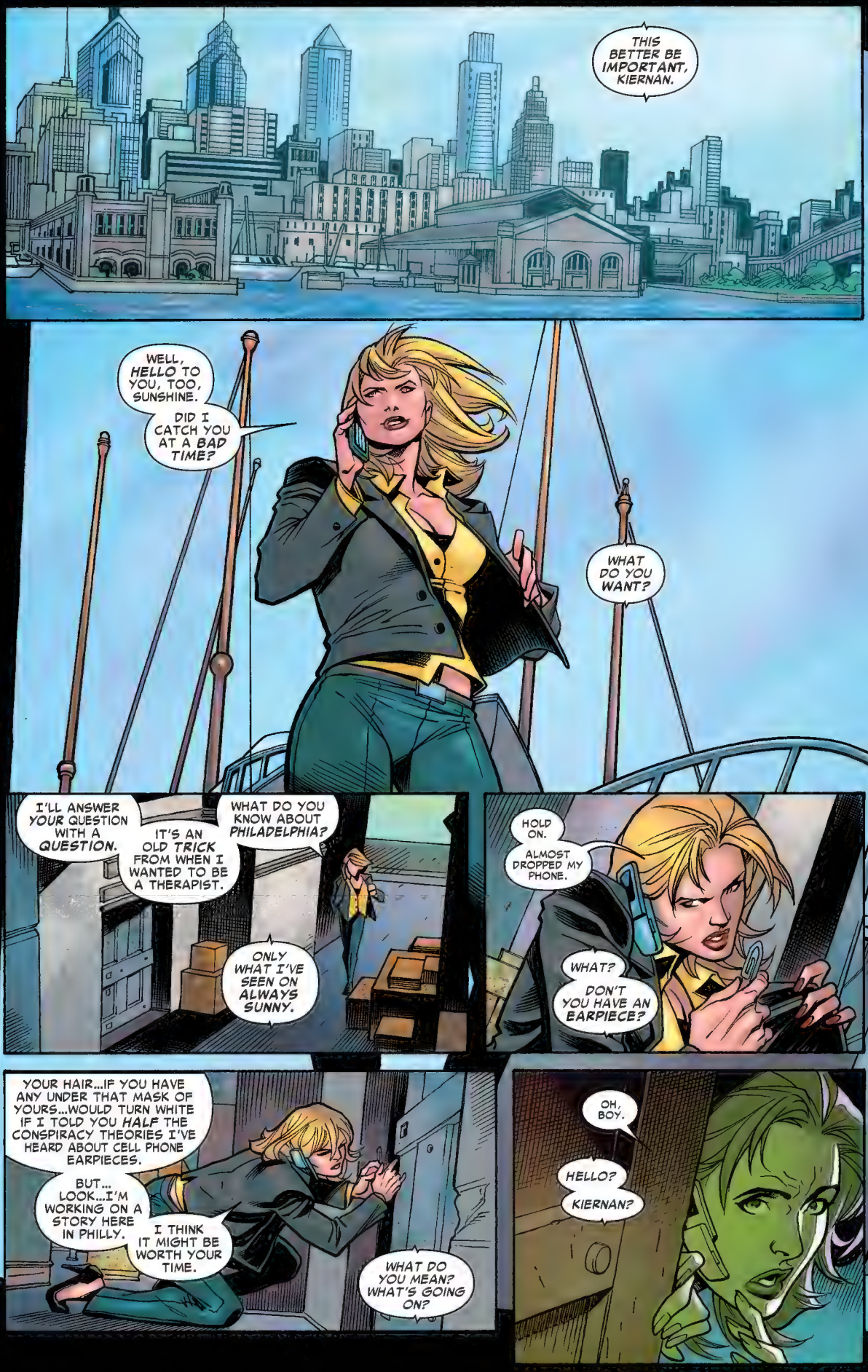
THIS IS ONE OF SEVERAL NEW CHANGES IN THE LIFE OF FLASH THOMPSON--HE'S RECENTLY DECIDED TO MOVE AWAY FROM HIS HOMETOWN OF NEW YORK CITY AND START FRESH IN A NEW HOME...

New York City.
TELL ME AGAIN HOW THIS IS HAPPENING?
I THINK IT'S PRETTY OBVIOUS, ISN'T IT?
YOU HOPPED INTO THE RING, THINKING YOU'D NEED TO TAKE IT EASY ON ME.
BUT I'M GIVING YOU A RUN FOR YOUR MONEY.
OL' FLASH THOMPSON CAN HOLD HIS OWN, EVEN AGAINST A GODDESS.
WHO AM I KIDDING?
DESPITE THE VERY BEST FANCY FOOTWORK A SHAPESHIFTING ALIEN SYMBIOTE CAN PROVIDE...
...SHE'S KILLING ME.
SHE PUNCHES WITH THE FORCE OF A LOCOMOTIVE.
WHAT DID I EXPECT FROM A VALKYRIE, THOUGH?
I HAVE FEASTED IN THE WAR-HALLS OF ASGARD.
I KNOW ALL THE VERY BEST BRAGGARTS.
HHT!
WHOMP!
THEM, YOU WOULD GIVE A RUN FOR THEIR MONEY.
NOT ME.

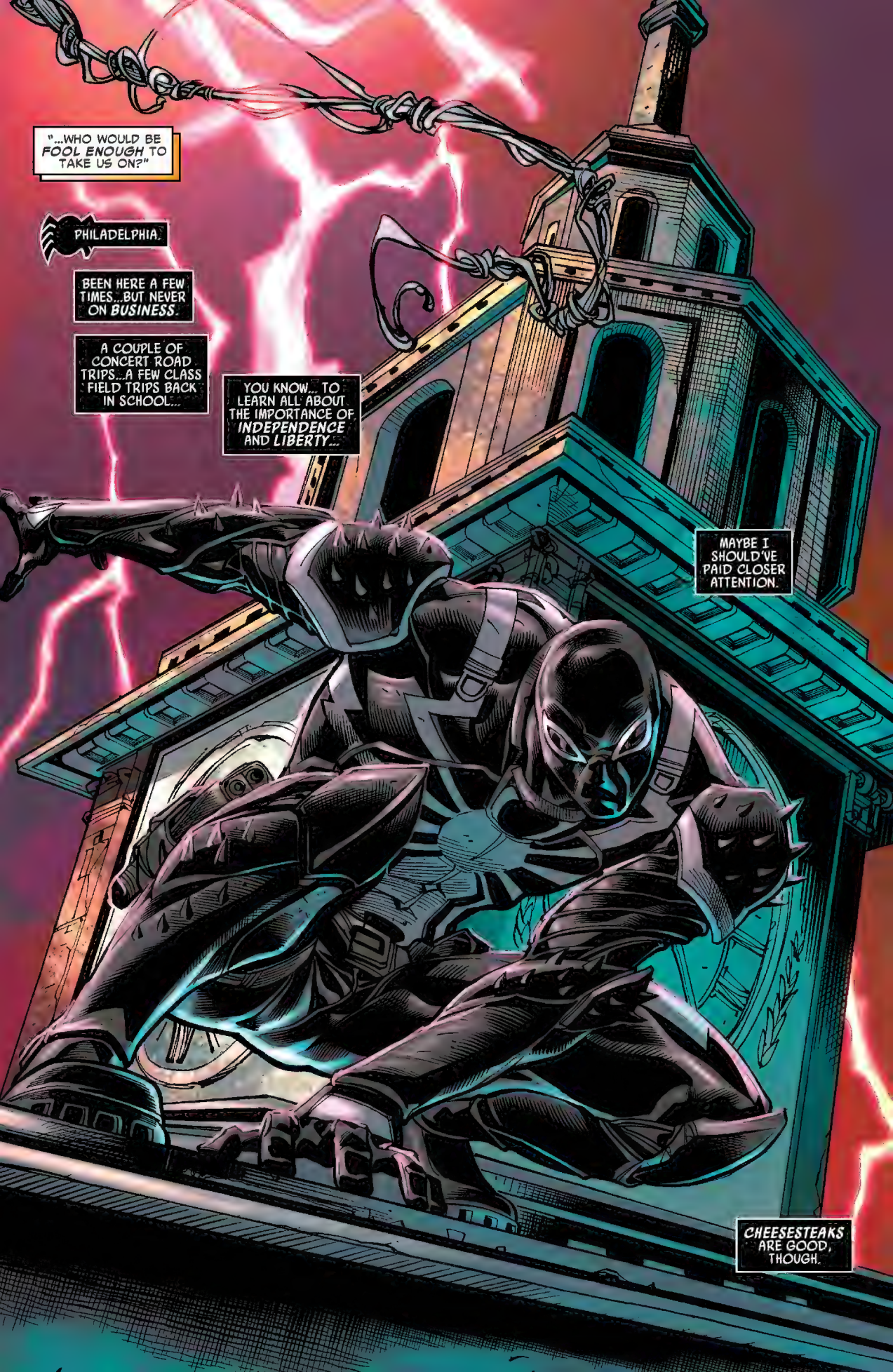
BUT I'VE TALKED TOO MUCH TRASH TO LET IT SHOW.
NEVER LET THEM SEE YOU SWEAT.
YOU'RE WEARING DOWN.
GETTING SLOPPY.
LOOK WHO'S TALKING.
I'VE STILL GOT A FEW TRICKS UP MY SLEEVE.
HUHH--
HA!
I'VE TUSSLED WITH SPIDER-MAN AND SCARLET SPIDER AND CAPTAIN AMERICA...
...AND I'VE TRAINED WITH FOOTBALL COACHES AND DRILL SERGEANTS WHO COULD BUST ANY OF THOSE GUYS DOWN INTO TEARS.
I'M NO SLOUCH.
BUT I'M STILL PROBABLY GONNA DIE TODAY.
NOT A BAD TRICK.
BUT DON'T RELAX JUST YET.
WHUMPF!

THE RULES OF THE FIGHT CAN CHANGE WITHOUT A MOMENT'S WARNING!
SHRAKK!
YAAA--
YOU... YOU CHEATED.


I won.
NO... SUMMONING YOUR MAGIC SWORD FROM THIN AIR... IN THE MIDDLE OF A SPARRING MATCH...
THAT'S CHEATING.
LET ME MAKE IT UP TO YOU.
TO THE VICTOR GOES THE--
BRRRR-ZZZ BRRRR-ZZZ
SPOILED.
KATY
BRRRR-ZZZ BRRRR-ZZZ
KATY
BRRRR-ZZZ BRRRR-ZZZ
THWIP!
SORRY... UH...
WHAT YOU WERE THINKING...THAT WAS A GOOD THOUGHT.
HOLD ON TO THAT FOR JUST A SECOND.
NY


THIS BETTER BE IMPORTANT, KIERNAN.
WELL, HELLO TO YOU, TOO, SUNSHINE.
DID I CATCH YOU AT A BAD TIME?
WHAT DO YOU WANT?
I'LL ANSWER YOUR QUESTION WITH A QUESTION.
IT'S AN OLD TRICK FROM WHEN I WANTED TO BE A THERAPIST.
WHAT DO YOU KNOW ABOUT PHILADELPHIA?
ONLY WHAT I'VE SEEN ON ALWAYS SUNNY.
HOLD ON.
ALMOST DROPPED MY PHONE.
WHAT?
DON'T YOU HAVE AN EARPIECE?
YOUR HAIR...IF YOU HAVE ANY UNDER THAT MASK OF YOURS...WOULD TURN WHITE IF I TOLD YOU HALF THE CONSPIRACY THEORIES I'VE HEARD ABOUT CELL PHONE EARPIECES.
BUT... LOOK...I'M WORKING ON A STORY HERE IN PHILLY.
I THINK IT MIGHT BE WORTH YOUR TIME.
WHAT DO YOU MEAN? WHAT'S GOING ON?
OH, BOY.
HELLO? KIERNAN?

I THOUGHT YOU SAID NO ONE WOULD COME LOOKING FOR US HERE, VECTOR.
SO I *MISCALCULATED*, VAPOR. SUE ME.
WHOEVER OUR LITTLE SNOOP IS...HOWEVER SHE FOUND US...YOU CAN BET SHE DIDN'T EXPECT TO RUN INTO--
--THE U-FOES!
GRAB HER. SEE *WHAT* SHE KNOWS.
I'M MORE CONCERNED WITH *WHO ELSE* SHE MIGHT'VE TALKED TO.
THERE'S A LOT RIDING ON THIS OP.
GGGk!
DON'T WORRY, X-RAY.
SHE DOESN'T KNOW ANYTHING *TO* TELL ANYONE.
AND EVEN IF SHE HAD...
KATY?!


"...WHO WOULD BE FOOL ENOUGH TO TAKE US ON?"
PHILADELPHIA.
BEEN HERE A FEW TIMES...BUT NEVER ON BUSINESS.
A COUPLE OF CONCERT ROAD TRIPS...A FEW CLASS FIELD TRIPS BACK IN SCHOOL...
YOU KNOW... TO LEARN ALL ABOUT THE IMPORTANCE OF INDEPENDENCE AND LIBERTY...
MAYBE I SHOULD'VE PAID CLOSER ATTENTION.
CHEESESTEAKS ARE GOOD, THOUGH.

MOTEL
VACANCY
Germantown Avenue.
DIDN'T TAKE MUCH WORK TO FIND OUT WHERE KATY'S EDITORS AT THE INQUISITOR PUT HER UP.
WHOA!
HANGING OUT WITH SO MANY JOURNALISTS AND INVESTIGATIVE REPORTERS...
...I GUESS SOME TRICKS RUB OFF ON YOU.
YOU'D THINK THEY COULD'VE SPRUNG FOR BETTER ACCOMMODATIONS.
OR MAYBE KATY JUST WANTED SOMEPLACE OUT OF THE WAY...WHERE NO ONE WOULD EXPECT TO LOOK.
SHRAK!

THE GIRL STRIKES ME AS MORE THAN A LITTLE PARANOID.
PROJECT RAINBOW.
BATTLESHIPS VANISHING WITHOUT A TRACE.
INVISIBILITY. FLYING SAUCERS. TELEPORTATION.
SOUNDS LIKE KATY'S BREAD AND BUTTER.
FUNNY...
FOR A GUY WHO HAS BEEN TO THE MICROVERSE... TO HELL...
FOR A GUY WHO WEARS AN EXTRATERRESTRIAL SYMBIOTE LIKE A UNIFORM... I'VE GOT A SKEPTICAL STREAK A MILE WIDE.
...GALLERY MALL?
WHOA!
PSHH!
WHAT THE--
FWWSH!
FWWSH!

ROOM BECOMES SUPER-HEATED IN SECONDS.

NO CHANCE TO SAVE ANY OF THE INFORMATION.

JUMP CLEAR. BEFORE--

WA-BOOOOOM!

WHAT DID I TELL YOU!

I KNEW THAT REPORTER TOLD SOMEBODY!

VENOM!

YOU GUYS REMEMBER ME? WOW, I MUST BE IN THE BIG LEAGUES NOW.

YOU GUYS MAKE SURE THERE'S NOTHING LEFT OF THE REPORTER'S RESEARCH!

I'LL SQUASH--

HEY!

SHWAM!

THE U-FOES.
RAN INTO THESE JOKERS NOT LONG AGO.
THEY NEARLY KILLED ME...AND THAT TIME I HAD BACKUP.
THIS'LL BE A TRIP.
AGGK!
SMACK!
WHAT WAS THAT?
I HOPE YOU DON'T THINK THAT KIND OF JUDO CRAP IS GONNA SLOW ME DOWN.
SLWAP
IRONCLAD'S THEIR TANK...NEAR INDESTRUCTIBLE... INCREASING HIS SIZE...
DIDN'T MEAN TO SLOW YOU DOWN, BIG GUY.
KRAK!
HUH--
JUST WANTED TO ATTACH A GRENADE TO THE SIDE OF THAT HUGE METAL MELON OF YOURS.
LET'S SEE HOW STURDY HE IS.

CHOOOM!
HRRRGGH!
X-RAY! LET'S END THIS! CUT HIM TO PIECES!
I'M TRYING, SIS--
--BUT HE WON'T HOLD STILL!
ZRAAK! ZRRAK! KRR-ZAK!
POISON GAS.
SYMBIOTE ABSORBS IT. VENTS THE BAD STUFF AWAY.
SORRY, LADY!
THAT TRICK DOESN'T WORK ON MY WORST DAY.

BLAM! BLAM! BLAM!
SYMBIOTE'S REACTING INSTINCTIVELY...SAVED MY HIDE.
IT'S SUPPOSED TO BE "NEUTERED"...BUT I WONDER...
WHAT DOES IT REMEMBER?
ALL RIGHT, "HERO."
YOU THINK THIS IS THE BIG LEAGUE?
LET'S SEE HOW MANY PEOPLE YOU LET DIE WHILE YOU'RE SAVING YOUR OWN HIDE.
HOLY!
WATCH IT, YZIZ!
THINGS AIN'T EVEN 'UMAN!
HEAD FOR THE WOODER!
WRAKKOW!
TIME TO ALTER THE GAME PLAN.
OH, LORD...
NO!
GOING TOE-TO-TOE WITH THE U-FOES IS GOING TO GET THOSE PEOPLE KILLED.
T-THANK YOU!
BUT I CAN DAMN SURE MAKE A DIFFERENCE.
GO! GET CLEAR! DON'T LOOK BACK! JUST--

AND JUST LIKE THAT...THE RULES CHANGE AGAIN.
ZZRAKK!
CUTTING THESE PEOPLE APART.
CRUSHING THEM.
BRUTE FORCE AND LASERS AND ACID CLOUDS...
...KILLING THESE PEOPLE AS EASILY AS THEY MIGHT KILL BUGS...
...AND ME...
...I'M...

HE'S NOT HOPPING AROUND NOW!
NUKE HIM!
GLADLY.
THEY'RE PLAYING FOR KEEPS.
I'M JUST PLAYING AT BEING A--
SMASH!!
JUST THE WAY I LIKE MY SUPER HEROES.
EXTRA CRISPY.
TORCH WHAT'S LEFT OF THE MOTEL.
I DON'T WANT ANY TRACE OF THAT REPORTER'S RESEARCH LEFT BEHIND.
ONCE HER NOTES ARE DESTROYED...

"...WE CAN HEAD HOME JUST IN TIME TO WATCH HER *DIE*."
HELLO? IS *ANYBODY* OUT THERE?
IS ANYBODY *LISTENING?*
BECAUSE... THIS...WHATEVER IT IS...*DOESN'T* SCARE ME!
FALSE BRAVADO.
I WONDER IF YOU TOUGH-AS-NAILS REPORTER TYPES ACTUALLY RECEIVE TRAINING TO DEVELOP THAT PARTICULAR SKILL SET.
I WONDER IF IT *HELPS* IN SITUATIONS LIKE THESE.
DON'T TOUCH ME.
BECAUSE, I HAVE TO TELL YOU...YOU MIGHT NOT BE AFRAID...

...BUT THEY CERTAINLY ARE...
...OR WERE, WHICHEVER THE CASE MAY BE.
THERE'S NOTHING WRONG WITH FEAR.
NO ONE FAULTS THE GUINEA PIG FOR BEING FRIGHTENED.
AND WE HAVE A LOT OF EQUIPMENT TO TEST.
LET'S TURN THIS BABY ON AND SEE WHAT SHE CAN DO TO THAT PRETTY FACE OF YOURS...
SHALL WE?

PASS & STOW
PHILADA
MDCCLII
MO!

The Maritime Motel.
GERMANTOWN AVENUE, PHILADELPHIA, PA.
NEVER LET IT BE SAID THAT FLASH THOMPSON DOESN'T KNOW THE VALUE OF A GIMMICK PLAY.

THE U-FOES CAME TO DESTROY KATY'S RESEARCH... TO SLAUGHTER ANY POTENTIAL WITNESSES.
HIT ME WITH EVERYTHING... RIPPED ME TO SHREDS...ALMOST KILLED ME...
USED THE SYMBIOTE'S MIMICRY TO MAKE THEM THINK THEY'D SUCCEEDED.
NOT THE MOST HEROIC TACTIC, MAYBE, BUT IT SAVED MY HIDE.
THIS GUY WASN'T SO LUCKY. DAMMIT. I'M TOSSING AROUND FOOTBALL TERMS WHEN I SHOULD BE SAVING LIVES.
THIS ISN'T A GAME...WASN'T A GAME FOR THEM...AND I NEED TO STOP THINKING ABOUT IT LIKE ONE.
HAIL MARY PLAYS... INTERCEPTS... FUMBLES... TOUCHDOWNS...
...COUCHING THE LIFE AND DEATH STRUGGLE IN TERMS STRAIGHT OUT OF THE GLORY DAY PLAYBOOK...
...IT'S ALL A BUNCH OF SMOKE AND MIRRORS...A COVER-UP FOR THE FEAR.
BECAUSE WHEN IT COMES TO BEING A HERO...WHEN IT COMES TO HELPING PEOPLE...

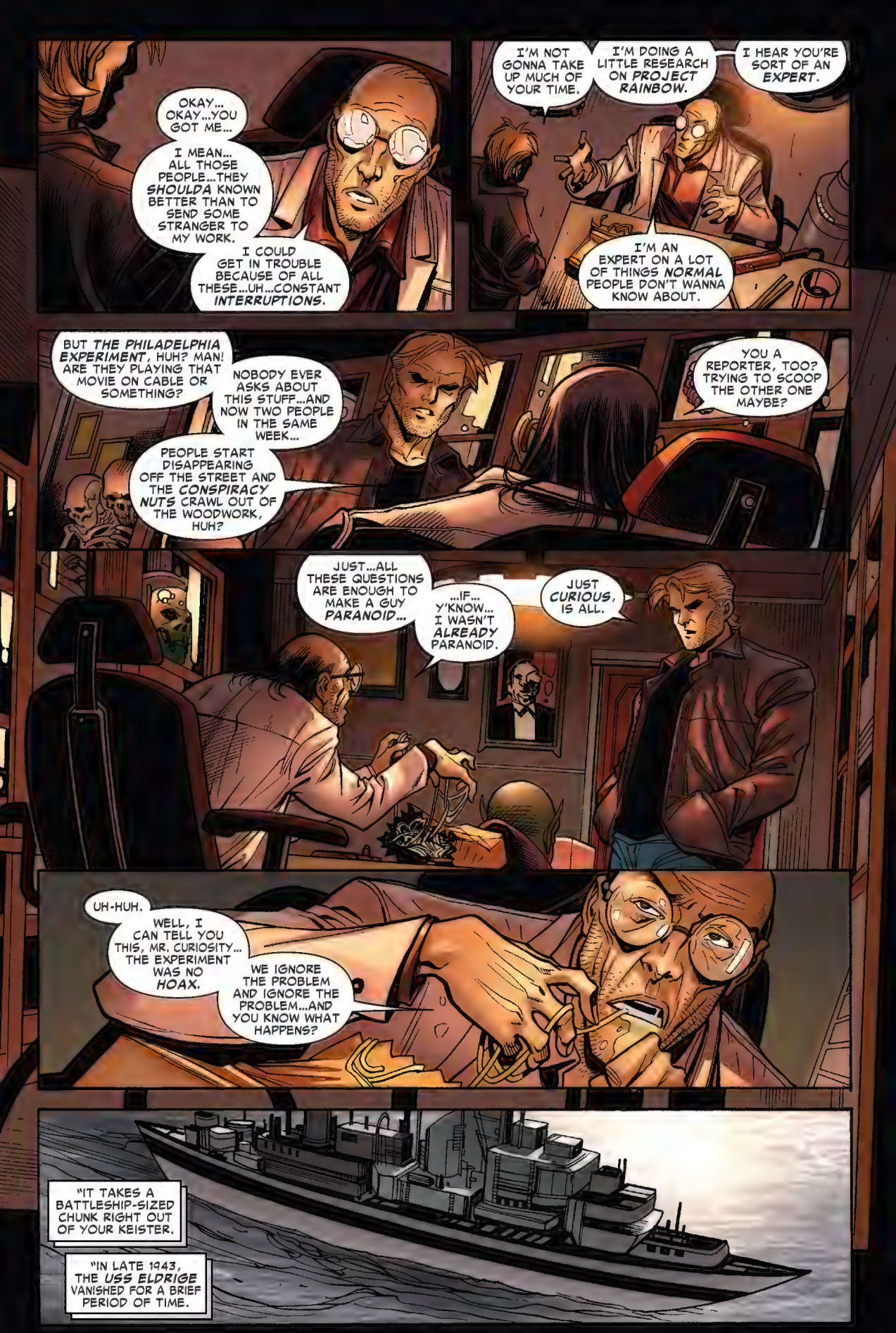
...I'M TERRIFIED BY WHAT HAPPENS WHEN I FAIL.
LISTEN...YOU REALLY NEED TO THINK THIS THROUGH.
I'M HERE ON ASSIGNMENT. I'M WORKING ON A STORY.
PEOPLE ARE GONNA COME LOOKING FOR ME.
YES, YES.
KATHRYN KIERNAN... THE DAILY INQUISITOR.
BUT YOU ALSO HAVE I.D.S HERE FOR HEALTH INSPECTOR...ORDAINED MINISTER...LICENSED MASSEUSE...
ALL THESE DIFFERENT IDENTITIES AND I'D BE WILLING TO BET THERE'S NO ONE WHO WILL MISS ANY OF THEM.
YOU BETTER HOPE THIS DEVICE YOU'RE TESTING... WHATEVER IT IS... DOESN'T GIVE ME SUPER-POWERS.
BECAUSE AS SOON AS I START SPOUTING FIRE FROM MY EARS OR BENCH-PRESSING BUSES, YOU'RE GONNA REGRET IT.
WE'VE BEEN RUNNING DOZENS OF TRIALS SINCE WE FOUND THIS LOCATION...
CEREBRAL PO
I'M NOT WORRIED ABOUT ANY "POSITIVE" SIDE EFFECTS.

SPEAKING OF WHICH...WE'RE RUNNING LOW ON TEST SUBJECTS.
MAYBE A FEW COLLEGE STUDENTS TO MIX IT UP, TEMPLE ISN'T FAR FROM HERE...
YES, SIR.
SO...WHAT? YOU'VE BEEN ABDUCTING PEOPLE TO PLAY "DOCTOR"--ALIEN STYLE?
YOU UNCOVER THIS... TREASURE TROVE OF BIZARRE TECHNOLOGY...
...AND BECAUSE YOU'RE NOT SMART ENOUGH OR PATIENT ENOUGH TO TAKE THE TIME TO FIGURE OUT WHAT ANY OF IT DOES, YOU'RE JUST "BEAMING UP" A BUNCH OF WOULD-BE GUINEA PIGS?
I'VE NEVER BEEN ONE TO WAIT FOR WHAT I WANT.
ONCE WE FOUND THE WAREHOUSE...ONCE WE FIGURED OUT THE TRANSDUCTION EQUIPMENT...
...WE WERE ABLE TO PULL TOGETHER QUITE A FEW WORKER BEES IN ADDITION TO A FAIR NUMBER OF...
...LET'S CALL THEM SACRIFICES TO THE GODS OF SCIENCE.
PROCEED WHEN READY.
VRRR

VRRR

The Mütter Museum.
I'VE SEEN SOME CREEPY THINGS... BUT THIS PLACE...
...THIS PLACE SKEEVES ME OUT.
WALL-TO-WALL MEDICAL ODDITIES...BRAINS IN JARS...SKULLS OF EVERY SHAPE AND SIZE...
...IT'S LIKE A CARNIVAL SIDESHOW GREW UP AND GOT RESPECTABLE.
KATY LOVES THIS PLACE, I BET.
AND IF I STAND A CHANCE OF FINDING HER...OF FINDING ALL THE PEOPLE WHO'VE BEEN VANISHING...
I NEED TO THINK LIKE KATY.
OKAY...
...THAT'S KINDA RAD.
OF COURSE, HERE I AM, BONDED TO AN ALIEN SYMBIOTE THAT, AMONG OTHER THINGS, ACTS AS PROSTHETIC LEGS WHEN I NEED THEM.
I FIT RIGHT IN AMONG ALL THE ODDITIES.
MAYBE THAT'S WHY I SEEM TO ATTRACT WEIRDNESS LIKE A FLAME DRAWING IN MOTHS.

HELLO.
EXCUSE ME?
UH...
Y-Y-YOU'RE NOT SUPPOSED TO BE BACK HERE.
I MEAN...THIS AREA IS FOR STAFF ONLY.
I MEAN... UH...MAY I HELP YOU?
I MEAN... UHM, Y'KNOW... WHO THE HELL ARE YOU?
I'M LOOKING FOR JIMMY Z. JOHNSTON.
IT'S...UH...NOT "JIMMY Z," THE "Z" DOESN'T STAND FOR A MIDDLE NAME.
IT'S "JIMMY-Z." MORE LIKE ONE WORD WHICH IS...Y'KNOW... COOLER.
BUT...UH... HE'S NOT HERE RIGHT NOW...SO CAN I TAKE A MESSAGE?
YOU SURE HE'S NOT HERE? BECAUSE I'VE BEEN ASKING ALL OVER TOWN.
THE GUY AT KOFI'S OCCULT BOOKSHOP SENT ME TO WONDER-LAND.
THE GIRL AT WONDERLAND SENT ME TO FAT JACK'S COMIC CRYPT.
THE GUYS AT FAT JACK'S SENT ME HERE.
EVERY ONE OF THEM SAID I NEEDED TO TALK TO JIMMY-Z...AND THE DESCRIPTION THEY GAVE SOUNDED A LOT LIKE YOU.


OKAY... OKAY...YOU GOT ME...
I MEAN... ALL THOSE PEOPLE...THEY SHOULDA KNOWN BETTER THAN TO SEND SOME STRANGER TO MY WORK.
I COULD GET IN TROUBLE BECAUSE OF ALL THESE...UH...CONSTANT INTERRUPTIONS.
I'M NOT GONNA TAKE UP MUCH OF YOUR TIME.
I'M DOING A LITTLE RESEARCH ON PROJECT RAINBOW.
I HEAR YOU'RE SORT OF AN EXPERT.
I'M AN EXPERT ON A LOT OF THINGS NORMAL PEOPLE DON'T WANNA KNOW ABOUT.
BUT THE PHILADELPHIA EXPERIMENT, HUH? MAN! ARE THEY PLAYING THAT MOVIE ON CABLE OR SOMETHING?
NOBODY EVER ASKS ABOUT THIS STUFF...AND NOW TWO PEOPLE IN THE SAME WEEK...
PEOPLE START DISAPPEARING OFF THE STREET AND THE CONSPIRACY NUTS CRAWL OUT OF THE WOODWORK, HUH?
YOU A REPORTER, TOO? TRYING TO SCOOP THE OTHER ONE MAYBE?
JUST...ALL THESE QUESTIONS ARE ENOUGH TO MAKE A GUY PARANOID...
...IF... Y'KNOW... I WASN'T ALREADY PARANOID.
JUST CURIOUS, IS ALL.
UH-HUH.
WELL, I CAN TELL YOU THIS, MR. CURIOSITY... THE EXPERIMENT WAS NO HOAX.
WE IGNORE THE PROBLEM AND IGNORE THE PROBLEM...AND YOU KNOW WHAT HAPPENS?
"IT TAKES A BATTLESHIP-SIZED CHUNK RIGHT OUT OF YOUR KEISTER.
"IN LATE 1943, THE USS ELDRIGE VANISHED FOR A BRIEF PERIOD OF TIME.

"SOME PEOPLE SAY IT NEVER HAPPENED AT ALL. OTHERS SAY THE SHIP WAS RENDERED INVISIBLE.
"BUT THERE ARE THOSE OF US WHO KNOW WHAT *REALLY* HAPPENED."
TELEPORTATION... TRANSDUCTION... SPACE-FOLDING.
THE ELDRIDGE WAS *MOVED*.... ALBEIT FOR A SHORT TIME...TO SOME *OTHER* PLACE.
AND PROJECT RAINBOW MIGHT'VE BEEN *OFFICIALLY* SHUT DOWN NOT LONG AFTER THAT, BUT THOSE WHEELS ARE STILL TURNING, MAN.
THERE ARE BRANCHES OF THE GOVERNMENT...*OFF-THE-BOOKS* OUTFITS...WHO'VE BEEN AT WORK ON THIS STUFF FOR YEARS.
ALL THE *FRINGE TECH* THEY DON'T WANT ANYONE TO KNOW ABOUT...ALL THE *PEOPLE* THEY WANNA KEEP QUIET...
THEY JUST SWEEP IT ALL UNDER THE SUB-DIMENSIONAL CARPET.
THEY GOT THESE *LITTLE SATELLITES*...BUZZING ALL AROUND ALL THE TIME...AND IF THEY WANT YOU *GHOSTED*... THEN THAT'S WHAT HAPPENS.
ALL THESE PEOPLE WHO ARE VANISHING...THAT'S PROJECT RAINBOW STUFF.
I DUNNO WHY PEOPLE ARE GETTING ZAPPED EN MASSE, BUT I CAN TELL YOU THIS...
"THERE'S AT LEAST *ONE* WAREHOUSE... *MAYBE MORE*... HIDDEN RIGHT *HERE* IN PHILLY."

I DON'T KNOW WHO'S CRAZIER.
JIMMY-Z FOR OBSESSING OVER THIS KIND OF CRAZINESS... OR ME FOR LISTENING TO HIM.
BUT HE POINTED KATY TO THIS AREA... AND SHE DROPPED OFF THE FACE OF THE PLANET.
GUESS IT'S MY TURN.
...DAMN NERDS.

SIR...YOU MIGHT WANT TO TAKE A LOOK AT THIS.
WE'VE GOT ANOTHER INTRUDER.
THAT'S VENOM.
I'M STARTING TO GET FRUSTRATED WITH ALL THE NOSY NEIGHBORS.
BY ALL MEANS, LET'S INVITE HIM IN.
I THOUGHT YOU SAID YOU KILLED HIM.
I THOUGHT WE DID, VECTOR.
BECAUSE HE LOOKS PRETTY SPRY TO ME.
MAYBE YOU'LL DO A BETTER JOB WITH ME SUPERVISING.

BEFORE YOU DISINTEGRATE HIM, THOUGH, LET'S FIND OUT WHO KEEPS SENDING THESE SNOOPS OUR WAY.
VVVVVVVVVVVVVVVVVVV
HEY, GUYS.
NICE DIGS.
IT'S GOT A REAL HANGAR 18 AESTHETIC.
BUT LET'S SKIP THE WHOLE PROBE ROUTINE AND GO STRAIGHT TO YOU SURRENDERING AND HANDING OVER THE HOSTAGES.

YOU'RE KIDDING, RIGHT?
A SWORD?
WHAT DO YOU THINK YOU'RE GONNA DO WITH THAT?
LET ME SHOW YOU!
YEEEEAAARRGH!
THE SWORD BELONGS TO A FRIEND OF MINE.
IT'S NOT ALTOGETHER PART OF THIS WORLD. MADE ME WONDER IF IT COULD HURT A GUY LIKE YOU.
HKK!
EVEN BETTER...
...IT'LL ACT AS A BEACON.

SHOW ME THE BASE VILLAINS WHO HOPE TO PROFIT FROM THE CREATION OF THEIR OWN HEL!
THOUGHT IT MIGHT BE SMART TO BRING A LITTLE BACKUP.
IN THIS CASE...MY GIRLFRIEND...
...VALKYRIE.
"GIRLFRIEND?"
UH... AHEM...
OKAY. AWKWARD.
I DIDN'T EVEN MEAN IT THAT WAY. IT JUST SORT OF SLIPPED OUT.

AND NOW'S NOT THE TIME TO SWEAT THE *PUBLIC HUMILIATION*.

THE U-FOES HAVE US OUTGUNNED AND OUTNUMBERED...AND THEY HAVE A STOREHOUSE FULL OF HIGH-TECH WEAPONS.

WHEN DR. DOOM HAS A WET DREAM, IT PROBABLY LOOKS LIKE THIS.

SHAKE IT OFF. ROLL WITH IT.

CEREBRAL PORT

AS I WAS SAYING...

...LET'S SEE HOW YOU GUYS HANDLE THE FURY OF--

--MY *FRIEND WITH BENEFITS!*

X-RAY... IRONCLAD... VAPOR!

SHOW THESE FOOLS WHO THEY'RE SCREWING WITH!

TAKE THE FIGHT TO THEM.

COME OUT SWINGING.

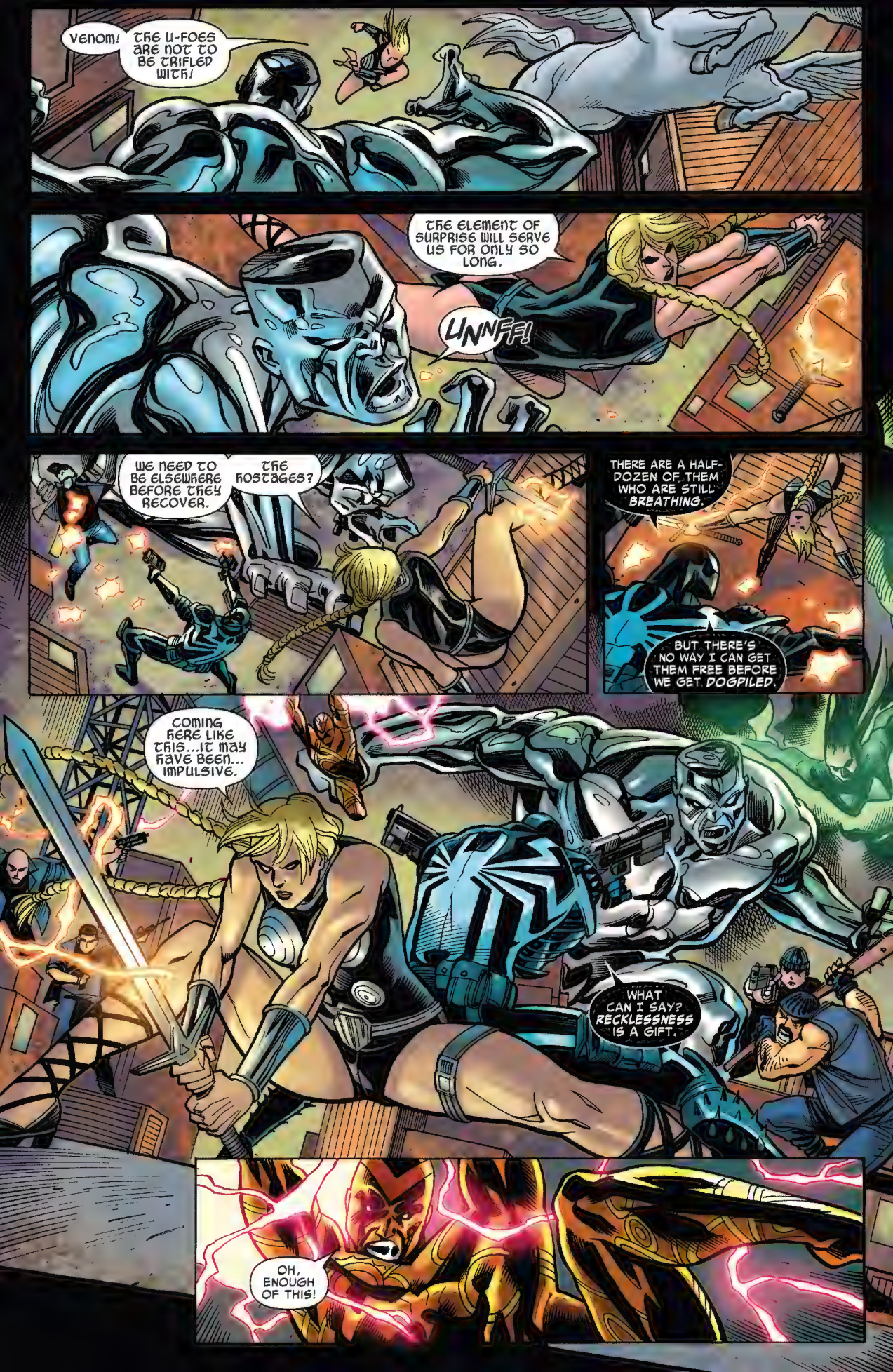
HARD.

BUT DON'T FORGET WHY YOU'RE HERE.

FIND THE PEOPLE WHO WERE ABDUCTED...FIND A WAY TO GET THEM OUT OF HERE... SAVE AS MANY OF THEM AS YOU CAN.

FIND--

KATY!


VENOM!
THE U-FOES ARE NOT TO BE TRIFLED WITH!
THE ELEMENT OF SURPRISE WILL SERVE US FOR ONLY SO LONG.
UNNFF!
WE NEED TO BE ELSEWHERE BEFORE THEY RECOVER.
THE HOSTAGES?
THERE ARE A HALF-DOZEN OF THEM WHO ARE STILL BREATHING.
BUT THERE'S NO WAY I CAN GET THEM FREE BEFORE WE GET DOGPILED.
COMING HERE LIKE THIS...IT MAY HAVE BEEN... IMPULSIVE.
WHAT CAN I SAY? RECKLESSNESS IS A GIFT.
OH, ENOUGH OF THIS!

KHHRRAAA

BUT ME...
I CAN DO WHATEVER I WANT!

PHILLY CHEESE STEAK

Philadelphia, PA.
I WISH I COULD SAY I REMEMBERED HOW I SAVED THE DAY.
BUT AFTER THE U-FOES HIT US WITH THAT WHAMMY-WAVE OR WHATEVER IT WAS, I GUESS I WAS RUNNING ON AUTOPILOT.
TOO BAD.
I BET I WAS A SIGHT TO BEHOLD.

WHAT DOES IT TAKE TO KILL THIS ANNOYING LITTLE COCKROACH?
X-RAY... IRONCLAD... VAPOR--
--FULL POWER. AND SLAUGHTER HIM!
MMM... THE BLOODLUST... THAT FEAR... STINKS SO GOOD!
I THINK YOU BROKE SOMETHING IN HIS HEAD WHEN YOU BLASTED HIM, VECTOR.
YOU HEAR THE WAY HE'S TALKING? DOESN'T EVEN SOUND LIKE THE SAME GUY!
I DON'T CARE WHO HE IS...
HE'S SPIDER-MAN IN A MONSTER MASK!
AND WE'RE THE @#% U-FOES!
HE SHOULD BE DEAD ALREADY!
KRRAAA-KOW!

THE SYMBIOTE I WEAR IS A LIVING THING...ALBEIT A CHEMICALLY LOBOTOMIZED THING.
COME HERE, FLESH-SACKS!
AND I'M... INFECTED, I GUESS...
...WITH THE DEMON THAT'S TRAPPED INSIDE ME...HELPLESS AND UNABLE TO ACT.
BUT SOMETHING HOPPED INTO THE DRIVER'S SEAT WHILE I WAS TAKING A NAP.
SO THE QUESTION IS...IS IT THE DEMON OR THE SYMBIOTE?
YEEAAGHH!
OR IS IT BOTH?
I'M THE FIRST TO ADMIT, I DON'T REALLY KNOW MUCH ABOUT ALIEN SYMBIOTES.
AND I KNOW EVEN LESS ABOUT DEMONS.
YAAAAAAAA--
HELL...IT WASN'T LONG AGO THAT I MIGHT NOT HAVE KNOWN THE DIFFERENCE BETWEEN THE TWO.
WHO KNOWS IF THE TWO OF THEM GET ALONG WITH EACH OTHER?
WHO KNOWS HOW LONG THE TWO OF THEM HAVE BEEN RUNNING AROUND LIKE THIS WHEN I LET MY GUARD DOWN?
SPLAK!
KRRAAK

HERE'S THE *THING* THOUGH.

IF I *DIE*, BOTH OF THEM--THE DEMON *AND* THE SYMBIOTE--WOULD BE *FREE*, RIGHT?

AND IF THAT'S THE CASE, WHY DIDN'T THEY JUST *ROLL* OVER AND LET THE U-FOES HAVE THEIR WAY?

MAYBE THE THRILL OF UNLEASHING SO MUCH CHAOS IS SIMPLY TOO *DELICIOUS* TO PASS UP.

MAYBE ONE--OR *BOTH*--OF THEM *LOVE* IT.

MAYBE THEY'RE JUST HOLDING OUT FOR THE *NEXT TIME* THEY GET TO CUT LOOSE.

GET... GET IT OFF!

EATING ME!

IT... IT'S IN MY HEAD!

WHAT THE HELL?

THEY'RE SUPPOSED TO BE *OUR* HIRED DRONES!

IT'S HIM! VENOM!

HE'S CONTROLLING THEM!

HE CAN DO THAT?

SHZZZZ-SSHRAKKOW!

HEHEHEHEH.

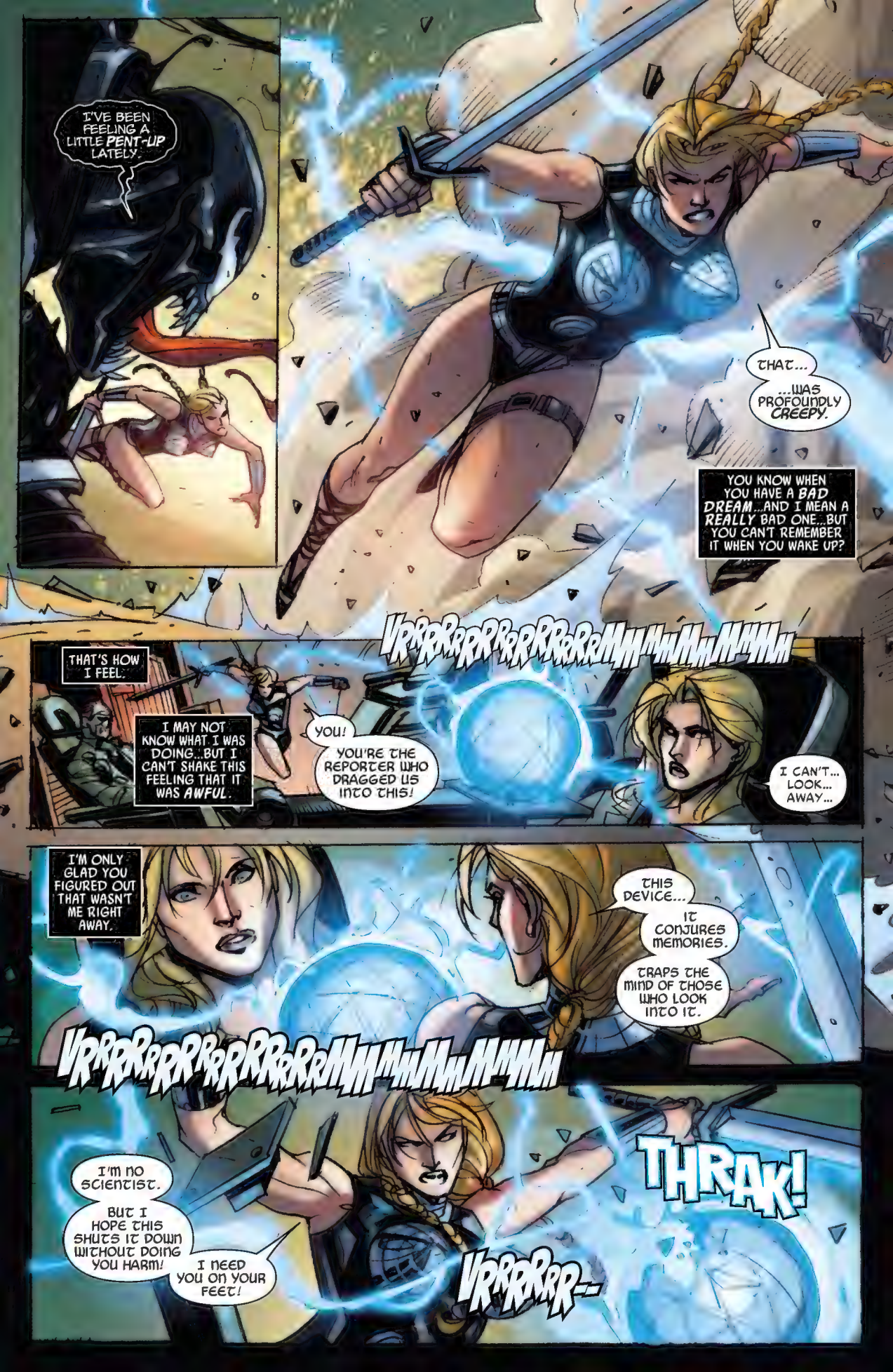
THOMPSON, YOU WASTED SO MUCH *POTENTIAL*.

SO MANY NEW TOYS TO PLAY WITH!

EEEEAAGGGHH!

PLEASE! PLEASE *NO*! GGGGGG

nnnnn.
WHAT...
WHAT DEVILTRY IS THIS?
VENOM?
I'M A LITTLE PREOCCUPIED RIGHT NOW, HOTPANTS...
...BUT STICK AROUND...


I'VE BEEN FEELING A LITTLE PENT-UP LATELY.
THAT...
...WAS PROFOUNDLY CREEPY.
YOU KNOW WHEN YOU HAVE A BAD DREAM...AND I MEAN A REALLY BAD ONE...BUT YOU CAN'T REMEMBER IT WHEN YOU WAKE UP?
VRRR

HOPE YOU DON'T MIND ME COMMANDEERING ALL YOUR WEAPONS AND YOUR HENCHMEN LIKE THIS--
TANK!
TANK!
TANK!
IF IT'S ANY CONSOLATION... NONE OF THEM REALLY LIKED YOU ALL THAT MUCH.
A FEW OF THEM WERE ALREADY PLANNING ON BETRAYING YOU.
I CAN SEE IT IN THEIR MINDS.

FIND YOUR LEGS, KATY KIERNAN.
I NEED YOUR HELP.
WAIT...
WHO'RE YOU?
VALKYRIE. OF THE VALKYRIOR.
NOW HELP. THIS WAREHOUSE IS COMING DOWN AROUND OUR EARS.
HELP ME TO SET THE OTHER SURVIVORS FREE!
Y-YEAH.
AND THEN WHAT?
IN CASE YOU DIDN'T NOTICE WHILE YOU WERE GLUING ON THOSE METAL BREASTPLATES...WE'RE TRAPPED HERE.
THEY'VE GOT THE PLACE SURROUNDED BY AN INTERDIMENSIONAL FORCE--
YOU WERE SAYING?

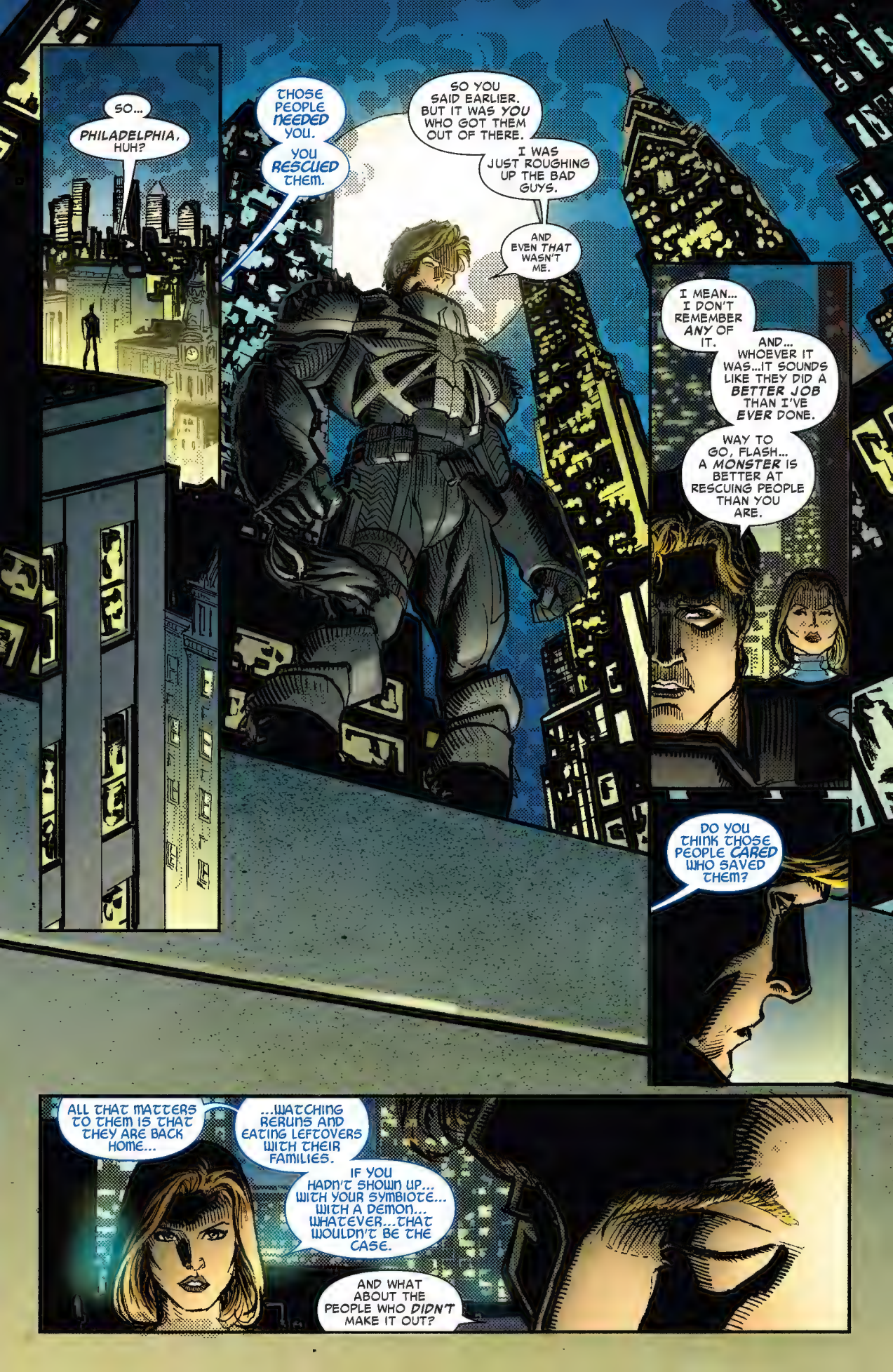
ARAGORN!
TWEEEEEEE
SHRAKKA-THOOM
THIS WAY!
NICE RIDE, BUT WHAT ABOUT--
venom.

THAT'S IT!
GOT HIM!
FZZZ-ZOW!
YEEAAGGK!
NICE SHOOTING, X-RAY!
NOW...
...LET'S SEE HOW TOUGH HE IS AFTER A LITTLE TENDERIZING.
SHLAM!
DON'T HAVE TO BE TOUGH.
HEHEHEHEH...
JUST HAVE TO BE SMARTER THAN YOU.
OF COURSE... HAVING ACCESS TO ALL YOUR TECH...
...AND CONTROL OF THE GUYS WHO KNOW HOW TO RUN IT...
...DOESN'T HURT.
DOESN'T HURT ME, AT LEAST.
WHAT ARE YOU--

THEY'RE ACTIVATING THE TRANSDUCTION EQUIPMENT!
BLAST THEM!
STOP THEM--
--BEFORE IT'S TOO--
--LATE--

Soon...
WHERE IS HE? IT'S BEEN HOURS.
WHERE'S VENOM?
I DO NOT KNOW.
HE MIGHT NOT BE ABLE TO FIND HIS WAY OUT.
AND EVEN IF HE DOES, IT MIGHT BE--
AND THAT'S WHY YOU'VE STILL GOT YOUR SPEAR IN HAND, RIGHT?
WHERE ARE WE? WHAT HAPPENED?
HAS ANYONE SEEN MY WIFE?
UH...LOOK, EVERYONE, STAY CALM!
YOU'RE ALL RIGHT NOW.
EVERYONE'S ALL RIGHT.
DON'T BE SO SURE--
H-HEY.

...DID I MISS ANYTHING?
'TIS YOU.
I MEAN THE REAL YOU...
...ISN'T IT?
DOES THE REAL ME FEEL LIKE HE'S BEEN MICROWAVED, THEN FED THROUGH A HAMBURGER PRESS, THEN MICROWAVED AGAIN?
BECAUSE, YEAH. I'M THAT GUY.
WAIT A SEC.
YOU'RE OUT HERE. I GET THAT. YAY, TEAM.
BUT WHAT ABOUT THE U-FOES?
I...
...I DON'T KNOW.
"I GUESS I SENT THEM PACKING."


SO...
PHILADELPHIA, HUH?
THOSE PEOPLE NEEDED YOU.
YOU RESCUED THEM.
SO YOU SAID EARLIER. BUT IT WAS YOU WHO GOT THEM OUT OF THERE.
I WAS JUST ROUGHING UP THE BAD GUYS.
AND EVEN THAT WASN'T ME.
I MEAN... I DON'T REMEMBER ANY OF IT.
AND... WHOEVER IT WAS...IT SOUNDS LIKE THEY DID A BETTER JOB THAN I'VE EVER DONE.
WAY TO GO, FLASH... A MONSTER IS BETTER AT RESCUING PEOPLE THAN YOU ARE.
DO YOU THINK THOSE PEOPLE CARED WHO SAVED THEM?
ALL THAT MATTERS TO THEM IS THAT THEY ARE BACK HOME...
...WATCHING RERUNS AND EATING LEFTOVERS WITH THEIR FAMILIES.
IF YOU HADN'T SHOWN UP... WITH YOUR SYMBIOTE... WITH A DEMON... WHATEVER...THAT WOULDN'T BE THE CASE.
AND WHAT ABOUT THE PEOPLE WHO DIDN'T MAKE IT OUT?

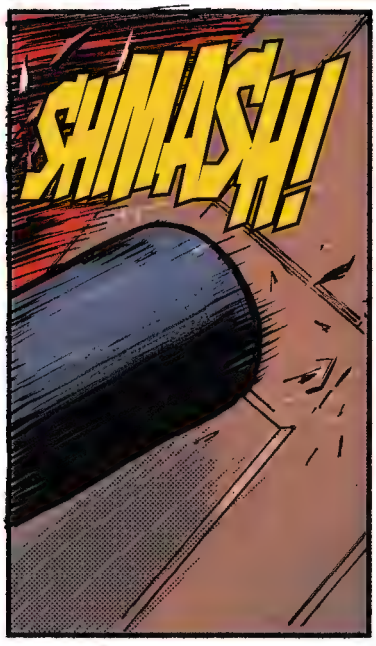
GET THERE SOONER NEXT TIME.
BESIDES...THIS IS FAR FROM OVER.
A LOT OF THE TECH THE U-FOES WERE TOYING WITH... IT'S STILL OUT THERE.
IT'S STILL ON THE STREETS.
SINCE I'VE KNOWN YOU, YOU'VE WANTED TO BE A HERO...TO MAKE A DIFFERENCE.
YOU'VE BEEN TRYING TO FIND YOUR PLACE IN THE WORLD.
MAYHAP YOU FOUND IT TONIGHT.
BUT...
...IF I DO THIS...
...I'LL BE DOING IT ALONE, WON'T I?
IT'S NOT LIKE EITHER ONE OF YOU STUCK AROUND FOR LONG AFTER WE CLEANED THIS MESS UP.
AND I'M NOT BLAMING YOU.
WE'VE ALL GOT THINGS TO DO.
IT JUST MIGHT'VE BEEN NICE TO TALK TO SOMEONE, NOT MYSELF AND DUPED SYMBIOTE PUPPETS.
AH.
FORGET IT.
GOOD TALK, GUYS.

A FRESH START.
SOUNDS NICE, SOUNDS LIKE WHAT I NEED.
UNLESS I SCREW IT UP... AGAIN.
HEH.
A MAN AND HIS SYMBIOTE...
...AND HIS DEMON.
SOONER OR LATER, BOYS...
...WE NEED TO HAVE A CHAT.

Brooklyn, NY.
BUSHWICK.
SWAT
PHILADELPHIA POLICE

INTEL PUTS OUR TARGET INSIDE RIGHT THIS VERY SECOND.
HE'S ALONE, BUT WE SHOULD ASSUME HE IS EXTREMELY DANGEROUS.
ONE SHOT. NO MISTAKES.
INTEGRITY

AS SOON AS THE DOOR COMES DOWN, OUR TARGET'S GONNA MAKE A BREAK FOR IT.
WE GO IN FAST AND HARD.
WE'RE TAKING NO CHANCES.
YOU SEE A CHANCE TO PUT HIM DOWN-- TAKE IT.

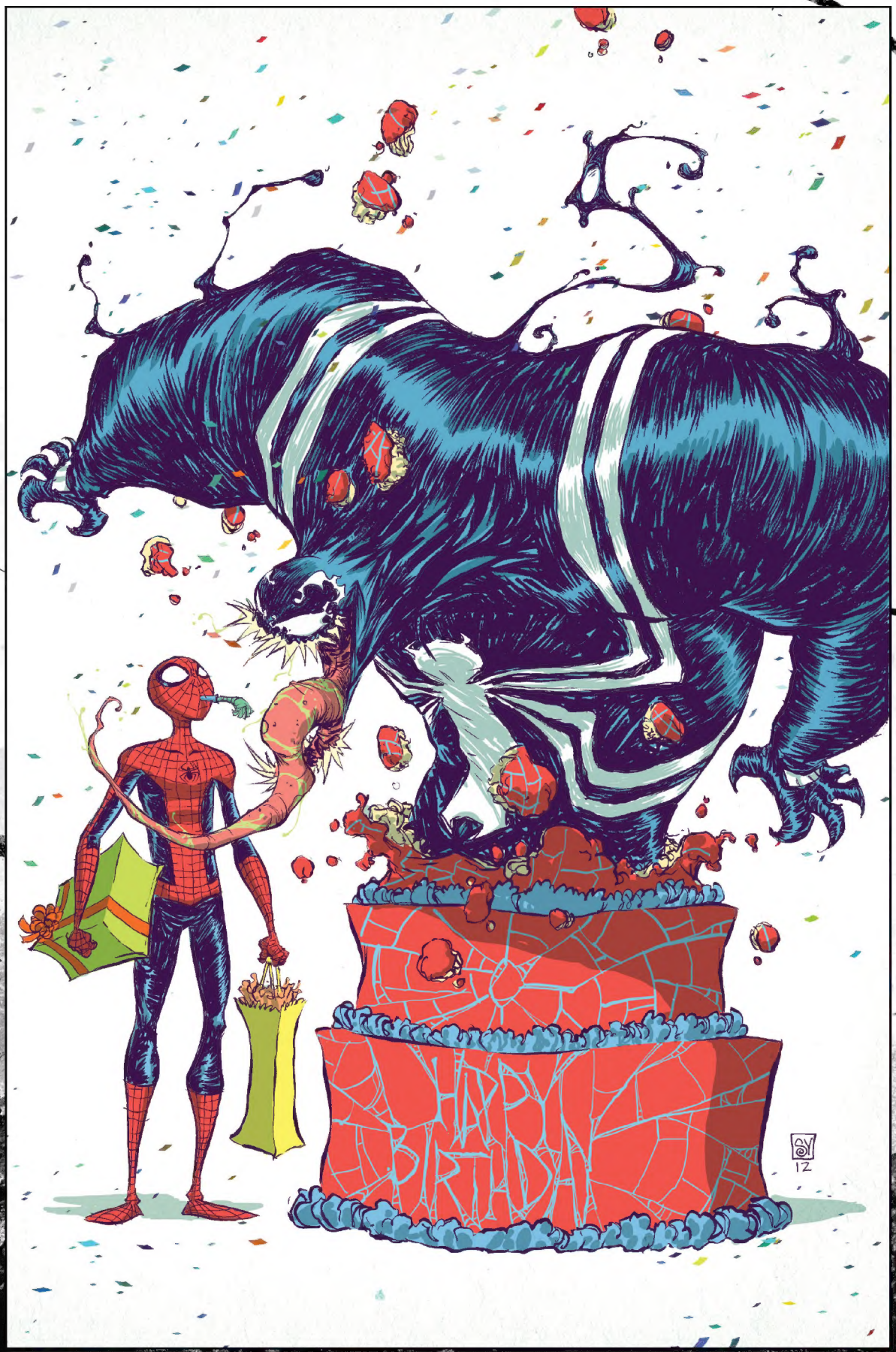

SHMASH!

STAY TIGHT.
GAH!
WHAT AM I SMELLING?!

IT WAS THE SMELL...
...TIPPED NEIGHBORS OFF THAT SOMETHING...
...MIGHT NOT BE RIGHT...
OH, GOD.
THERE MUST BE DOZENS OF THEM...
IT'S SOME SORT OF TROPHY ROOM!
WHOEVER THESE GUYS ARE...THEY'VE BEEN TORN APART.
...AND A BUNCH OF THEM ARE WEARING MASKS.
WE NEED A FORENSICS TEAM...
WE NEED BACKUP...
WE NEED...
WHAT THE--

YOU KNOW... IT'S NOT NICE TO BARGE INTO SOMEONE'S HOUSE WITHOUT KNOCKING...
BUT I GUESS YOU WERE EAGER TO GET A FIRSTHAND PEEK AT OUR HANDIWORK.
ALL THOSE CRIMINALS AND GANG MEMBERS AND PUSHERS AND LEG-BREAKERS-FOR-HIRE.
YOU CAN THANK ME LATER.
AND--HEY-- IF YOU WANNA PUT ME ON THE PAYROLL, WE CAN DISCUSS THAT, TOO.
BUT I'VE GOT SOME PERSONAL BUSINESS TO ATTEND TO BEFORE I CAN ENTERTAIN ANY PERMANENT WORK.
EDDIE BROCK!
VENOM!
NO, NO, NO.
YOU'VE GOT IT ALL WRONG.
VENOM'S OLD NEWS... ALL PLAYED OUT.
THESE DAYS I PREFER TO BE CALLED--
--TOXIN!
TO BE CONTINUED!

#23 VARIANT by Humberto Ramos & Edgar Delgado



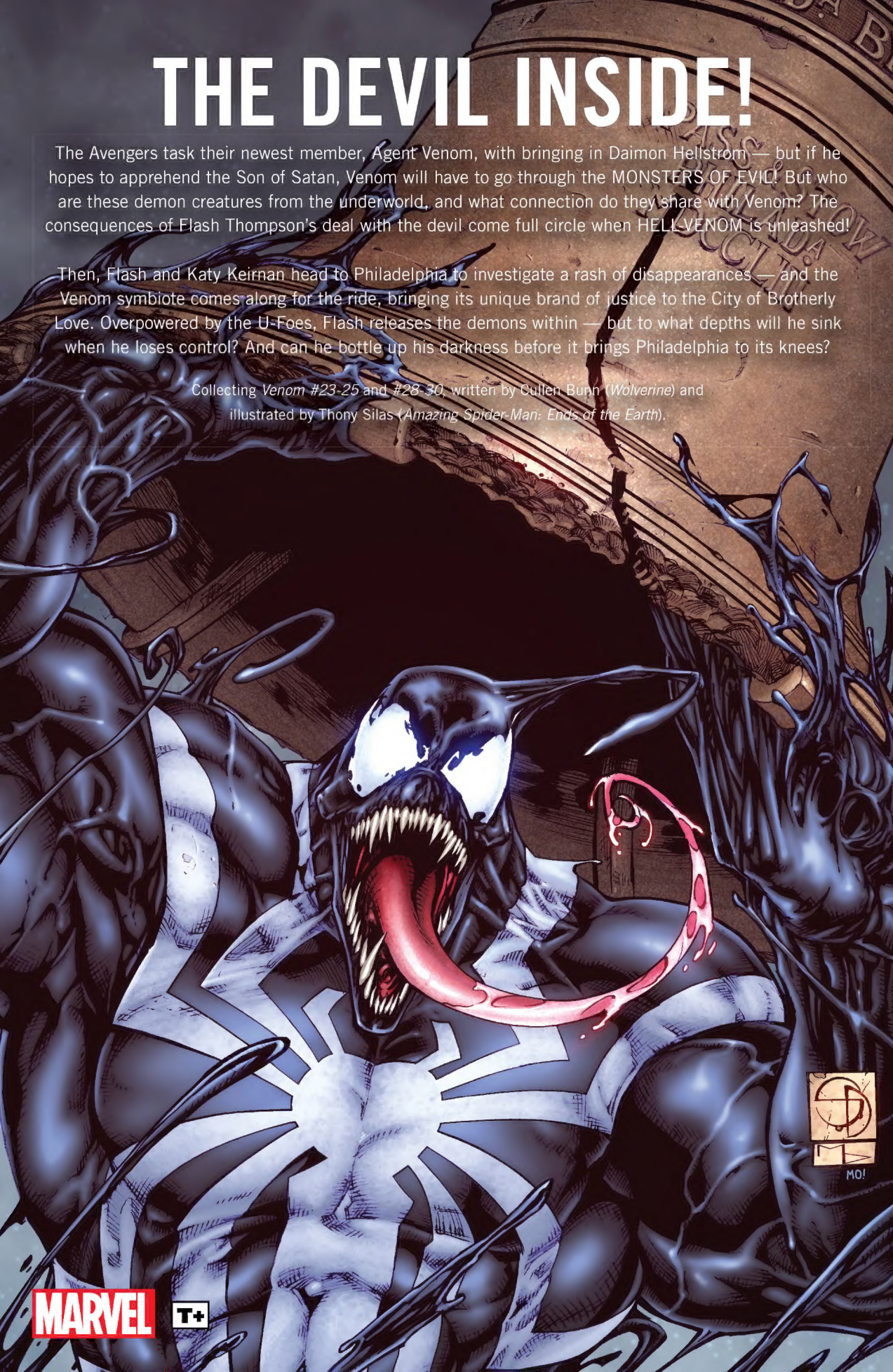
#24 AMAZING SPIDER-MAN 50TH ANNIVERSARY VARIANT by Skottie Young

THE DEVIL INSIDE!

The Avengers task their newest member, Agent Venom, with bringing in Daimon Hellstrom — but if he hopes to apprehend the Son of Satan, Venom will have to go through the MONSTERS OF EVIL! But who are these demon creatures from the underworld, and what connection do they share with Venom? The consequences of Flash Thompson's deal with the devil come full circle when HELL-VENOM is unleashed!

Then, Flash and Katy Keirnan head to Philadelphia to investigate a rash of disappearances — and the Venom symbiote comes along for the ride, bringing its unique brand of justice to the City of Brotherly Love. Overpowered by the U-Foes, Flash releases the demons within — but to what depths will he sink when he loses control? And can he bottle up his darkness before it brings Philadelphia to its knees?

Collecting *Venom #23-25* and *#28-30*, written by Cullen Bunn (*Wolverine*) and illustrated by Thony Silas (*Amazing Spider-Man: Ends of the Earth*).



MARVEL T+